ORGANOVO HOLDINGS, INC.

Form 4

August 14, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number: January 31, Expires:

OMB APPROVAL

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may continue.

See Instruction

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

2. Issuer Name and Ticker or Trading **Presnell Sharon Collins** Issuer Symbol ORGANOVO HOLDINGS, INC. (Check all applicable) [ONVO] (Last) (First) (Middle) 3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title _Other (specify (Month/Day/Year) below) 6275 NANCY RIDGE DRIVE. 08/12/2013 EVP, Research & Dev & CTO SUITE 110 (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

SAN DIEGO, CA 92121

1. Name and Address of Reporting Person *

Applicable Line)

5. Relationship of Reporting Person(s) to

X Form filed by One Reporting Person Form filed by More than One Reporting

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any	3. Transaction	4. Securities Acquired our Disposed of (D) (Instr. 3, 4 and 5)	(A) 5. Amount of Securities Beneficially	6. Ownership Form:	7. Nature of Indirect Beneficial
		(Month/Day/Year)	(Instr. 8)		Owned	Direct (D)	Ownership
				(A) or	Following Reported Transaction(s)	or Indirect (I) (Instr. 4)	(Instr. 4)
			Code V	Amount (D) Pri	ce (Instr. 3 and 4)		
Common Stock	08/12/2013		S(1)	75,000 D \$ 5.60	09 149,064 (2)	D	

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transacti Code (Instr. 8)			ate	7. Title Amoun Under	int of lying ities	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene
	Derivative Security				Securities Acquired			(Instr.	3 and 4)		Owne Follo
					(A) or Disposed						Repo Trans
					of (D) (Instr. 3, 4, and 5)						(Instr
					4, and 3)				Amount		
						Date Exercisable	Expiration Date	Title	or Number of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Presnell Sharon Collins 6275 NANCY RIDGE DRIVE, SUITE 110 SAN DIEGO, CA 92121

EVP, Research & Dev & CTO

Signatures

/s/ Sharon Collins Presnell 08/14/2013

**Signature of Reporting Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).
- (1) The sale of shares was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on June 12, 2013.
- (2) This number does not include 947,192 shares of common stock underlying outstanding options held by Dr. Presnell; post-transaction Dr. Presnell continues to beneficially own or have a right to acquire 1,096,256 shares of common stock.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

Reporting Owners 2