SCHEDULE 13G

CUSIP No. 75901B107

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# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### **SCHEDULE 13G**

Under the Securities Exchange Act of 1934 (Amendment No. 1) \*

## **REGENXBIO** Inc.

(Name of Issuer)

Common Stock, \$0.0001 par value per share (Title of Class of Securities)

75901B107 (CUSIP Number)

December 31, 2020 (Date of the Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed :

□ Rule 13d-1(b)

□ Rule 13d-1(c)
□ Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provision of the Act (however, see the Notes.)

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1	NAME OF REPORTING PERSONS						
	GIC Private	Lim	nited				
2							
	(a)						
3	3 SEC USE ONLY						
4	CITIZENSHIP OR PLACE OF ORGANIZATION						
	Republic of Singapore						
		5	SOLE VOTING POWER				
NUMBER OF			1,947,189				
SHARES		6	SHARED VOTING POWER				
BENEFICIALLY							
OWNED BY		_	238,845				
EACH REPORTING		7	SOLE DISPOSITIVE POWER				
	PERSON		1,947,189				
	WITH	8	SHARED DISPOSITIVE POWER				
			270.045				
	A C C D E C A T	PE A	238,845 AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON				
9	AGGKEGA.	LE A	AMOUNT DEMERICIALLY OWNED BY EACH REPORTING PERSON				
	2,186,034						
10	CHECK BO	X IF	F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (See Instructions)				
11	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)						
11	PERCENT OF CLASS REPRESENTED BY AMIOUNT IN ROW (9)						
	5.84% (1)						
12	TYPE OF REPORTING PERSON (See Instructions)						
	CO						

<sup>(1)</sup> Based on 37,408,448 Common Stock outstanding as of October 30, 2020, according to the Form 10-Q filed by the Issuer with the Securities and Exchange Commission on November 4, 2020.

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#### Item 1(a) Name of Issuer

REGENXBIO Inc.

#### Item 1(b) Address of Issuer's Principal Executive Offices

9600 Blackwell Road, Suite 210 Rockville, MD 20850

#### Item 2(a) Name of Persons Filing

GIC Private Limited ("GIC")

#### Item 2(b) Address of Principal Business Office or, if none, Residence

168 Robinson Road #37-01 Capital Tower Singapore 068912

#### Item 2(c) Citizenship

Singapore

#### Item 2(d) Title of Class of Securities

Common Stock, \$0.0001 par value per share

#### Item 2(e) CUSIP Number

75901B107

#### Item 3 If this statement in filed pursuant to §§240.13d-1(b), or 13d-2(b) or (c), check whether the person filing is a:

Not applicable.

#### **Item 4 Ownership**

(a - c) The aggregate number of securities and percentage of the class of securities of the Issuer beneficially owned by the Reporting Person named in Item 2(a), as well as the number of securities as to which such person is deemed to have sole power to vote or to direct the vote, shared power to vote or to direct the vote, sole power to dispose or to direct the disposition, shared power to dispose or direct the disposition, is set forth in the following tables:

Reporting Person	No. of Securities <u>Beneficially Owned</u>	Percent of Class (3)	Voting Power		Dispositive Power	
				Shared (1),		Shared (1),
			Sole (1), (2)	(2)	Sole (1), (2)	(2)
GIC Private Limited	2,186,034	5.84	1,947,189	238,845	1,947,189	238,845

<sup>(1)</sup> GIC is a fund manager and only has 2 clients – the Government of Singapore ("GoS") and the Monetary Authority of Singapore ("MAS"). Under the investment management agreement with GoS, GIC has been

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given the sole discretion to exercise the voting rights attached to, and the disposition of, any shares managed on behalf of GoS. As such, GIC has the sole power to vote and power to dispose of the 1,947,189 securities beneficially owned by it. GIC shares power to vote and dispose of 238,845 securities beneficially owned by it with MAS.

- (2) GIC disclaims membership in a group.
- (3) Based on 37,408,448 Common Stock outstanding as of October 30, 2020, according to the Form 10-Q filed by the Issuer with the Securities and Exchange Commission on November 4, 2020.

#### Item 5 Ownership of Five Percent or Less of a Class

Not applicable.

#### Item 6 Ownership of More than Five Percent on Behalf of Another Person

Not applicable.

Item 7 Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company Not applicable.

#### Item 8 Identification and Classification of Members of the Group

Not applicable.

#### **Item 9 Notice of Dissolution of Group**

Not applicable.

#### **Item 10 Certifications**

By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under §240.14a-11.

#### **SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct as of February 12, 2021.

#### GIC PRIVATE LIMITED

By: /s/ Celine Loh Sze Ling
Name: Celine Loh Sze Ling
Title: Senior Vice President

By: /s/ Toh Tze Meng
Name: Toh Tze Meng
Title: Senior Vice President