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

## **SCHEDULE 13G**

Under the Securities Exchange Act of 1934

(Amendment No. 1)\*

# **Organovo Holdings, Inc.**

(Name of Issuer)

Common stock, \$0.001 par value per share

(Title of Class of Securities)

68620A203

(CUSIP Number)

December 31, 2020

(Date of Event which Requires Filing of this Statement)

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

Х 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 provisions of the Act (however, see the Notes).

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| CUSIF | P No. 68620A20                                    | 3           | 13G   |                |  |  |
|-------|---|-------------|---|----------------|--|--|
| 1.    | NAMES OF R  | EPORTIN     | G PERSONS   |                |  |  |
|       | Sumitomo Mits                                     | sui Trust H | oldings, Inc. ("SMTH")  |                |  |  |
| 2.    | CHECK THE A                                       | APPROPR     | IATE BOX IF A MEMBER OF A GROUP                                       | (a) □<br>(b) □ |  |  |
| 3.    | SEC USE ONLY                                      |             |   |                |  |  |
| 4.    |   |             |   |                |  |  |
|       | Japan   | 1           | 1   |                |  |  |
|       |   | 5.          | SOLE VOTING POWER<br>0  |                |  |  |
| BEN   | JMBER OF<br>SHARES<br>VEFICIALLY                  | 6.          | SHARED VOTING POWER<br>478,570  |                |  |  |
| RE    | WNED BY<br>EACH<br>EPORTING                       | 7.          | SOLE DISPOSITIVE POWER<br>0   |                |  |  |
| PE    | RSON WITH   | 8.          | SHARED DISPOSITIVE POWER<br>478,570                                   |                |  |  |
| 9.    | AGGREGATE   | AMOUN       | F BENEFICIALLY OWNED BY EACH REPORTING PERSON                         |                |  |  |
|       | 478,570   |             |   |                |  |  |
| 10.   | CHECK BOX   | IF THE AG   | GGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions) |                |  |  |
| 11.   | PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9) |             |   |                |  |  |
| 12.   | <b>7.11%</b><br>TYPE OF REP                       | ORTING I    | PERSON (see instructions)   |                |  |  |
|       | HC, FI  |             |   |                |  |  |

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| CUSIP No. 68620A20                  | 3                                    | 13G   |                |  |  |  |
|-------------------------------------|--------------------------------------|---|----------------|--|--|--|
| 1. NAMES OF R                       | NAMES OF REPORTING PERSONS           |   |                |  |  |  |
| Nikko Asset M                       | anagement                            | Co., Ltd. ("NAM")   |                |  |  |  |
| 2. CHECK THE A                      | APPROPR                              | IATE BOX IF A MEMBER OF A GROUP                                       | (a) □<br>(b) □ |  |  |  |
| 3. SEC USE ONL                      | Y                                    |   |                |  |  |  |
|                                     | CITIZENSHIP OR PLACE OF ORGANIZATION |   |                |  |  |  |
| Japan                               | r                                    | 1   |                |  |  |  |
|                                     | 5.                                   | SOLE VOTING POWER<br>0  |                |  |  |  |
| NUMBER OF<br>SHARES<br>BENEFICIALLY | 6.                                   | SHARED VOTING POWER<br>478,570  |                |  |  |  |
| OWNED BY<br>EACH<br>REPORTING       | 7.                                   | SOLE DISPOSITIVE POWER<br>0   |                |  |  |  |
| PERSON WITH                         | 8.                                   | SHARED DISPOSITIVE POWER<br>478,570                                   |                |  |  |  |
| 9. AGGREGATE                        | AMOUNT                               | T BENEFICIALLY OWNED BY EACH REPORTING PERSON                         |                |  |  |  |
| 478,570                             |                                      |   |                |  |  |  |
| 10. CHECK BOX                       | IF THE AC                            | GGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (see instructions) |                |  |  |  |
|                                     |                                      |   |                |  |  |  |
|                                     | 7.11%<br>TYPE OF REPORTING PERSON    |   |                |  |  |  |
| IA, HC, FI                          | IA, HC, FI                           |   |                |  |  |  |
|                                     |                                      |   |                |  |  |  |

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Item 1(a). Name of Issuer:

#### Organovo Holdings ,Inc.

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

#### 440 Stevens Avenue, Suite 200 Solana Beach, CA92075 United States

Item 2(a). Name of Person Filing:

Sumitomo Mitsui Trust Holdings, Inc.

Nikko Asset Management Co., Ltd.

Item 2(b). Address of Principal Business Office or, if None, Residence:

SMTH: 1-4-1 Marunouchi, Chiyoda-ku, Tokyo 100-8233, Japan

NAM: Midtown Tower, 9-7-1 Akasaka, Minato-ku, Tokyo 107-6242, Japan

Item 2(c). Citizenship:

SMTH: Japan

NAM: Japan

Item 2(d). Title of Class of Securities:

#### Common stock, \$0.001 par value per share

Item 2(e). CUSIP Number:

68620A203

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| Item 3 | B.        | If this Statement is Filed Pursuant to Rule 13d-1(b), or 13d-2(b) or (c), Check Whether the Person Filing is a:   |  |  |  |
|--------|-----------|---|--|--|--|
| S      | MTH:      |   |  |  |  |
| (a)    |           | Broker or dealer registered under Section 15 of the Act (15 U.S.C. 780);  |  |  |  |
| (b)    |           | Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);  |  |  |  |
| (c)    |           | Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);  |  |  |  |
| (d)    |           | Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);  |  |  |  |
| (e)    |           | An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);   |  |  |  |
| (f)    |           | An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);  |  |  |  |
| (g)    | х         | A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);  |  |  |  |
| (h)    |           | A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);   |  |  |  |
| (i)    |           | A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3); |  |  |  |
| (j)    | х         | A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);  |  |  |  |
| (k)    |           | Group, in accordance with §240.13d-1(b)(1)(ii)(K).  |  |  |  |
| If     | filing as | a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution: Parent Holding Company                           |  |  |  |
| Ν      | AM:       |   |  |  |  |
| (a)    |           | Broker or dealer registered under Section 15 of the Act (15 U.S.C. 780);  |  |  |  |
| (b)    |           | Bank as defined in Section 3(a)(6) of the Act (15 U.S.C. 78c);  |  |  |  |
| (c)    |           | Insurance company as defined in Section 3(a)(19) of the Act (15 U.S.C. 78c);  |  |  |  |
| (d)    |           | Investment company registered under Section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);  |  |  |  |
| (e)    | х         | An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);   |  |  |  |
| (f)    |           | An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);  |  |  |  |
| (g)    | х         | A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);  |  |  |  |
| (h)    |           | A savings association as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);   |  |  |  |
| (i)    |           | A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3); |  |  |  |
| (j)    | X         | A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J);  |  |  |  |
| (k)    |           | Group, in accordance with §240.13d-1(b)(1)(ii)(K).  |  |  |  |
|        |           | Page 5 of 9   |  |  |  |

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If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution: Investment Adviser, Parent Holding Company

Item 4. Ownership.

Provide the following information regarding the aggregate number and percentage of the class of securities of issuer identified in Item 1.

SMTH:

- (a) Amount beneficially owned: **478,570**
- (b) Percent of class: 7.11%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: 0
  - (ii) Shared power to vote or to direct the vote: 478,570
  - (iii) Sole power to dispose or to direct the disposition of: 0
  - (iv) Shared power to dispose or to direct the disposition of: 478,570

#### NAM:

- (a) Amount beneficially owned: **478,570**
- (b) Percent of class: 7.11%
- (c) Number of shares as to which such person has:
  - (i) Sole power to vote or to direct the vote: 0
  - (ii) Shared power to vote or to direct the vote: **478,570**
  - (iii) Sole power to dispose or to direct the disposition of: 0
  - (iv) Shared power to dispose or to direct the disposition of: 478,570

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

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following.  $\Box$ 

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

See Exhibit A.

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

See Exhibit A.

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 acquired and are held in the ordinary course of business and 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.

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#### 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.

Date: February 5, 2021

 Sumitomo Mitsui Trust Holdings, Inc.

 (Company)

 /s/ Tomokazu Kusumi

 (Signature)

 Tomokazu Kusumi / Senior Manager of Risk

 Management Dept

 (Name/Title)

 Nikko Asset Management Co.,Ltd

 (Company)

 /s/ Masahito Tonegawa

 (Signature)

 Masahito Tonegawa / Head of Business Regulatory

 (Name/Title)

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#### Exhibit A

Pursuant to the instructions in Item 6 and Item 7 of Schedule 13G, the securities being reported on by each of SMTH and NAM, as parent holding companies, are owned, or may be deemed to be beneficially owned, by their subsidiary Nikko Asset Management Americas, Inc., which is classified as an investment adviser in accordance with 240.13d-1(b)(1)(ii)(E).