

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Schinazi Raymond F</u>  (Last) (First) (Middle) C/O PRECISION BIOSCIENCES, INC. 302 E. PETTIGREW STREET, SUITE A-100  (Street) DURHAM NC 27701  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PRECISION BIOSCIENCES INC [ DTL ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner  Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 04/01/2019	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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 (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/01/2019		C		36,946	A	\$13.6	36,946	I	By RFS Partners, LP <sup>(1)</sup>
Common Stock	04/01/2019		C		56,102	A	(2)	93,048	I	By RFS Partners, LP <sup>(1)</sup>

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Convertible Promissory Note	\$13.6	04/01/2019		C			\$502,466	(3)	(3)	Common Stock	36,946	(3)	0	I	By RFS Partners, LP <sup>(1)</sup>
Series B Preferred Stock	(2)	04/01/2019		C			119,761	(2)	(2)	Common Stock	56,102	(2)	0	I	By RFS Partners, LP <sup>(1)</sup>

**Explanation of Responses:**

- The securities reported herein are held of record by RFS Partners LP ("RFS"), RFS & Associates, LLC ("RFS & Associates") is the general partner of RFS, and the reporting person is a limited partner of RFS as well as the manager of RFS & Associates. The reporting person disclaims beneficial ownership of the securities held by RFS, except to the extent of any pecuniary interest therein.
- The Series B Preferred Stock automatically converted into the common stock of Precision BioSciences, Inc. (the "Issuer") on a 2.134686-to-1 basis (after giving effect to the Issuer's previously completed reverse stock split) upon the closing of the Issuer's initial public offering (the "IPO").
- On March 1, 2019, RFS acquired a convertible promissory note in the principal amount of \$500,000 (the "2019 Note") from the Issuer. Effective upon the closing of the IPO on April 1, 2019, the 2019 Note, including accrued interest, converted into 36,946 shares of the Issuer's common stock at a price per share equal to \$13.60, which represented 85% of the price per share in the IPO.

**Remarks:**

/s/ Abid Ansari, Attorney-in-Fact for Raymond F. Schinazi      04/02/2019

\*\* Signature of Reporting Person      Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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