

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) <u>C/O PRECISION BIOSCIENCES, INC.</u> <u>302 E. PETTIGREW STREET, SUITE A-100</u> (Street) <u>DURHAM NC 27701</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PRECISION BIOSCIENCES INC [DTLI]</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) <u>03/27/2019</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person

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				

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
Stock Option (Right to Buy)	\$16	03/27/2019		A		34,544		(1)	03/26/2029	Common Stock	34,544	\$0.00	34,544	D	
Convertible Promissory Note	\$13.6	03/27/2019		J ⁽²⁾		\$502,466		(2)	(2)	Common Stock	36,946	\$500,000	\$502,466	I	By RFS Partners, LP ⁽³⁾

Explanation of Responses:

- The option vests as to 34% of the underlying shares on March 27, 2020 and vests in equal installments at the end of each successive three-month period over the following 24 months.
- On March 1, 2019, RFS Partners LP ("RFS") acquired a convertible promissory note in the principal amount of \$500,000 (the "2019 Note") from Precision BioSciences, Inc. (the "Issuer"). In connection with the pricing of the Issuer's initial public offering on March 27, 2019 (the "IPO"), the conversion price of the 2019 Note became fixed at 85% of the price per share in the IPO, and the 2019 Note became automatically convertible into shares of the Issuer's common stock at the closing of the IPO.
- The 2019 Note is held of record by 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 2019 Note, except to the extent of any pecuniary interest therein.

Remarks:

/s/ Abid Ansari, Attorney-in-Fact for Raymond F. Schinazi 03/29/2019

** 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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.