

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

FORM 8-A

FOR REGISTRATION OF CERTAIN CLASSES OF SECURITIES  
PURSUANT TO SECTION 12(B) OR (G) OF THE  
OF THE SECURITIES EXCHANGE ACT OF 1934

**Precision BioSciences, Inc.**

(Exact name of registrant as specified in its charter)

Delaware  
(State of  
incorporation or organization)

20-4206017  
(I.R.S. Employer  
Identification No.)

302 East Pettigrew St., Suite A-100, Durham, North Carolina 27701  
(Address of principal executive offices) (Zip Code)

Securities to be registered pursuant to Section 12(b) of the Act:

Title of each class to be so registered  
Common Stock, \$0.000005 par value per share

Name of each exchange on which each class is to be registered  
The Nasdaq Stock Market LLC

If this form relates to the registration of a class of securities pursuant to Section 12(b) of the Exchange Act and is effective pursuant to General Instruction A.(c) or (e), check the following box.

If this form relates to the registration of a class of securities pursuant to Section 12(g) of the Exchange Act and is effective pursuant to General Instruction A.(d) or (e), check the following box.

If this form relates to the registration of a class of securities concurrently with a Regulation A offering, check the following box.

Securities Act registration statement or Regulation A offering statement file number to which this form relates: 333-230034

Securities to be registered pursuant to Section 12(g) of the Act:

None

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**Item 1. Description of Securities to be Registered.**

For a description of the Common Stock, par value \$0.000005 per share, of Precision BioSciences, Inc. (the "Registrant") to be registered hereunder, reference is made to the information set forth under the heading "Description of capital stock" in the prospectus that constitutes a part of the Registrant's Registration Statement on Form S-1 (File No. 333-230034), as initially filed with the Securities and Exchange Commission (the "Commission") on March 1, 2019, including exhibits, and as subsequently amended (the "Registration Statement"), which information is hereby incorporated by reference. Any form of prospectus that constitutes part of the Registration Statement and is subsequently filed by the Registrant with the Commission pursuant to Rule 424(b) under the Securities Act of 1933, as amended, shall be deemed to be incorporated by reference herein.

**Item 2. Exhibits.**

Pursuant to the Instructions as to exhibits with respect to Form 8-A, no exhibits are required to be filed because no other securities of the Registrant are registered on The Nasdaq Stock Market LLC and the securities registered hereby are not being registered pursuant to Section 12(g) of the Securities Exchange Act of 1934, as amended.

**SIGNATURE**

Pursuant to the requirements of Section 12 of the Securities Exchange Act of 1934, the Registrant has duly caused this registration statement to be signed on its behalf by the undersigned, thereto duly authorized.

**PRECISION BIOSCIENCES, INC.**

Date: March 19, 2019

By: /s/ Matthew Kane

Matthew Kane

President and Chief Executive Officer