

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

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

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

1. Name and Address of Reporting Person* <b>JANTZ DEREK</b>  (Last) (First) (Middle) <b>C/O PRECISION BIOSCIENCES, INC.</b> <b>302 E. PETTIGREW STREET, SUITE A-100</b>  (Street) <b>DURHAM NC 27701</b>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <b>PRECISION BIOSCIENCES INC [ DTLI ]</b>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>Chief Scientific Officer</b>
	3. Date of Earliest Transaction (Month/Day/Year) <b>06/07/2022</b>	
	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 <input type="checkbox"/> 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			
Common Stock	06/07/2022		M		29,545 <sup>(1)</sup>	A	(2)	4,061,824	D	
Common Stock	06/07/2022		M		12,199 <sup>(1)</sup>	A	(2)	4,074,023	D	
Common Stock	06/08/2022		S <sup>(3)</sup>		18,849	D	\$2.06	4,055,174	D	

**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
Restricted Stock Units	(2)	06/07/2022		M			29,545	(4)	(4)	Common Stock	29,545	\$0.00	29,545	D	
Restricted Stock Units	(2)	06/07/2022		M			12,199	(5)	(5)	Common Stock	12,199	\$0.00	24,391	D	

**Explanation of Responses:**

- Represents the partial vesting and settlement of Restricted Stock Units ("RSUs") on June 7, 2022.
- Each RSU represents a contingent right to receive one share of the Company's Common Stock.
- The sales were effected pursuant to a Rule 10b5-1 plan. The transaction was a sell-to-cover exercise, with shares sold to cover tax withholding obligations in connection with the vesting and settlement of RSUs.
- On June 7, 2021 the Reporting person was granted RSUs, which vest in two equal annual installments beginning on June 7, 2022, subject to the Reporting Person's continued service to the Company through the applicable vesting dates.
- On June 7, 2021 the Reporting person was granted RSUs, which vest in three substantially equal annual installments beginning on June 7, 2022, subject to the Reporting Person's continued service to the Company through the applicable vesting dates.

**Remarks:**

/s/ John Alexander Kelly,  
Attorney-in-Fact for Derek Jantz      06/09/2022

\*\* 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.