FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, D.C | . 20549 |
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|------------|-------------|---------------|-------------|
| STATEMENT | OF CHANGES | IN BENEFICIAL | OWNERSHIP |

| OMB APPROVAL | | | | | | | | |
|--------------------------|-----|--|--|--|--|--|--|--|
| OMB Number: 3235-0287 | | | | | | | | |
| Estimated average burden | | | | | | | | |
| hours per response: | 0.5 | | | | | | | |

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

| Name and Address of Reporting Person* Schinazi Raymond F | | | | 2. Issuer Name and Ticker or Trading Symbol PRECISION BIOSCIENCES INC [DTIL] | | | | |] (Ch | eck all applic | able) r | ng Person(s) to Issuer 10% Owner | | ner | | |
|--|--------|------------------------|----------------|--|--|-----------------|---|---------------------|---|--|---|-------------------------------------|---|----------------------|--------|--|
| (Last) (First) (Middle) C/O PRECISION BIOSCIENCES, INC. 302 E. PETTIGREW STREET, SUITE A-100 | | | | 3. Date of Earliest Transaction (Month/Day/Year) 05/13/2020 | | | | | | | Officer below) | (give title | | ther (s _l | pecify | |
| (Street) DURHA (City) | M N | C tate) | 27701 (Zip) | _ | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | Line | X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| 1. Title of Security (Instr. 3) 2. Trans Date | | | Transaction | action 2A. Deemed Execution Date, | | Code (Instr. 5) | | ed (A) or | 5. Amour Securitie Beneficia | unt of 6. es Fo (D) | 6. Ownersi Form: Dire (D) or Indii (I) (Instr. 4) | ect E | 7. Nature of Indirect Beneficial Ownership (Instr. 4) | | | |
| Table II - Deriva | | | | | | | | posed of, | | eficially | Transact (Instr. 3 a | ion(s) | | | , | |
| 1. Title of Derivative Conversion Date Conversion Security Or Exercise (Month/Day/Year) If any | | 4. Transa Code (| | | 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 derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | | Beneficial Ownership (Instr. 4) | | | |
| | | | | Code | v | (A) | (D) | Date Exercisable | Expiration Date | Title | or Number of Shares | | | | | |
| Stock Option (Right to Buy) | \$6.62 | 05/13/2020 | | A | | 41,038 | | (1) | 05/12/2030 | Common Stock | 41,038 | \$0.00 | 41,038 | | D | |

Explanation of Responses:

1. The option vests on the earlier of May 13, 2021 or the day immediately prior to the date of the next annual meeting of the Company's stockholders occurring after May 13, 2020.

Remarks:

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

05/15/2020

** Signature of Reporting Person

Date

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

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.

 $^{^{\}star}$ 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).