

---

---

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

---

**SCHEDULE 14A**

---

**Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934  
(Amendment No.     )**

---

Filed by the Registrant       Filed by a party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement.
- Confidential, for Use of the Commission Only** (as permitted by Rule 14a-6(e)(2))
- Definitive Proxy Statement
- Definitive Additional Materials.
- Soliciting Material under § 240.14a-12.

**Precision BioSciences, Inc.**

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required
  - Fee paid previously with preliminary materials
  - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11
- 
-

# Your **Vote** Counts!

PRECISION BIOSCIENCES, INC.

2024 Annual Meeting

Vote by June 3, 2024

11:59 PM ET

PRECISION BIOSCIENCES, INC.  
302 EAST PETERDAW STREET, SUITE A 100  
DURHAM, NC 27701



V50181-P09844

## You invested in PRECISION BIOSCIENCES, INC. and it's time to vote!

You have the right to vote on proposals being presented at the Annual Meeting. **This is an important notice regarding the availability of proxy materials for the stockholder meeting to be held on June 4, 2024.**

### Get informed before you vote

View the Annual Report, Proxy Statement and Notice of Annual Meeting of Stockholders online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 21, 2024. If you would like to request a copy of the material(s) for this and/or future stockholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy. There is NO charge for requesting a copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and  
vote without entering a  
control number



#### Vote Virtually at the Meeting\*

June 4, 2024  
11:00 AM ET

Virtually during the meeting to be held virtually at:  
[www.virtualshareholdermeeting.com/DTIL2024](http://www.virtualshareholdermeeting.com/DTIL2024)

#### Vote by Mail:

You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.

\*Please check the meeting materials for any special requirements for meeting attendance.

## THIS IS NOT A VOTABLE BALLOT

You cannot use this notice to vote these shares. This is only an overview of the proposals being presented at the upcoming stockholder meeting. You may view more complete proxy materials online at [www.ProxyVote.com](http://www.ProxyVote.com) or request a paper copy (see reverse side). Please follow the instructions on the reverse side to access and review all of the important information contained in the proxy materials before you vote.

Voting Items	Board Recommends
1. Election of Class II Directors <b>Nominees:</b> 01) Stanley R. Frankel, M.D. 02) Samuel Wadsworth, Ph.D.	✔ For
2. Ratification of the appointment of Deloitte & Touche LLP as Precision's independent registered public accounting firm for 2024.	✔ For
3. Approval of the amendment and restatement of the Company's 2019 Incentive Award Plan.	✔ For
4. Approval of an adjournment of the Annual Meeting, if necessary, to solicit additional proxies if there are not sufficient votes at the time of the Annual Meeting to approve Proposal 3.	✔ For
<b>NOTE:</b> Such other business as may properly come before the meeting or any adjournment or postponement thereof.	

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Delivery Settings".