

**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

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

1. Name and Address of Reporting Person* <u>venBio Global Strategic Fund, L.P.</u>  (Last) (First) (Middle) <u>C/O VENBIO PARTNERS, LLC</u> <u>1700 OWENS STREET, SUITE 595</u>  (Street) <u>SAN FRANCISCO CA 94158</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>PRECISION BIOSCIENCES INC [ DTL ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/01/2019</u>	
		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	04/01/2019		P		50,000	A	\$16	50,000	I	See footnote <sup>(2)</sup>
Common Stock	04/01/2019		C		3,747,623	A	(1)	3,797,623	I	See footnote <sup>(2)</sup>
Common Stock	04/01/2019		C		467,518	A	(1)	4,265,141	I	See footnote <sup>(2)</sup>

**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	Amount or Number of Shares				
Series A Preferred Stock	(1)	04/01/2019		C		8,000,000		(1)	(1)	Common Stock	3,747,623	\$0	0	I	See footnote <sup>(2)</sup>
Series B Preferred Stock	(1)	04/01/2019		C		998,004		(1)	(1)	Common Stock	467,518	\$0	0	I	See footnote <sup>(2)</sup>

1. Name and Address of Reporting Person\*  
venBio Global Strategic Fund, L.P.  
 (Last) (First) (Middle)  
C/O VENBIO PARTNERS, LLC  
1700 OWENS STREET, SUITE 595  
 (Street)  
SAN FRANCISCO CA 94158  
 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
venBio Global Strategic GP, L.P.  
 (Last) (First) (Middle)  
C/O VENBIO PARTNERS, LLC  
1700 OWENS STREET, SUITE 595  
 (Street)  
SAN FRANCISCO CA 94158  
 (City) (State) (Zip)

1. Name and Address of Reporting Person \*

[venBio Global Strategic GP, Ltd.](#)

(Last) (First) (Middle)

C/O VENBIO PARTNERS, LLC  
1700 OWENS STREET, SUITE 595

(Street)

SAN FRANCISCO CA 94158

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[Adelman Robert J](#)

(Last) (First) (Middle)

C/O VENBIO PARTNERS, LLC  
1700 OWENS STREET, SUITE 595

(Street)

SAN FRANCISCO CA 94158

(City) (State) (Zip)

1. Name and Address of Reporting Person \*

[GOODMAN COREY S](#)

(Last) (First) (Middle)

C/O VENBIO PARTNERS, LLC  
1700 OWENS STREET, SUITE 595

(Street)

SAN FRANCISCO CA 94158

(City) (State) (Zip)

**Explanation of Responses:**

- Each share of the Issuer's preferred stock converted into shares of the Issuer's common stock, \$0.000005 par value per share, on a one-for-2.134686 basis upon the closing of the Issuer's initial public offering, after giving effect to the reverse stock split effected by the Issuer in connection with the initial public offering.
- venBio Global Strategic GP, LP is the sole general partner of venBio Global Strategic Fund, LP and venBio Global Strategic GP, Ltd. is the sole general partner of venBio Global Strategic GP, L.P. Robert Adelman and Corey Goodman are directors of venBio Global Strategic GP, Ltd. Each of venBio Global Strategic GP, L.P., venBio Global Strategic GP, Ltd., Mr. Adelman and Mr. Goodman disclaims beneficial ownership of such securities, except to the extent of his/its indirect pecuniary interest therein.

**Remarks:**

[venBio Global Strategic Fund, LP, by: venBio Global Strategic GP, LP, its general partner, by: venBio Global Strategic GP, Ltd., its general partner, by: /s/ Dave Pezeshki, Attorney-in-Fact](#) 04/01/2019

[venBio Global Strategic GP, LP, its general partner, by: venBio Global Strategic GP, Ltd., its general partner, by: /s/ Dave Pezeshki, Attorney-in-Fact](#) 04/01/2019

[venBio Global Strategic GP, Ltd., its general partner, by: /s/ Dave Pezeshki, Attorney-in-Fact](#) 04/01/2019

[Robert Adelman, by: /s/ Dave Pezeshki, Attorney-in-Fact](#) 04/01/2019

[Corey Goodman, by: /s/ Dave Pezeshki, Attorney-in-Fact](#) 04/01/2019

\*\* 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.