

CRISPR Therapeutics AG  
Form 3  
October 18, 2016

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |         |          |                                      |  |  |
|---|---------|----------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * |         |          | 2. Date of Event Requiring Statement | 3. Issuer Name <b>and</b> Ticker or Trading Symbol |  |
| Â Bayer Global Investments B.V.           |         |          | (Month/Day/Year)                     | CRISPR Therapeutics AG [CRSP]                      |  |
| (Last)                                    | (First) | (Middle) |                                      | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year)                             |
| ENERGIEWEG 1                              |         |          |                                      | (Check all applicable)                             | 6. Individual or Joint/Group Filing(Check Applicable Line)                       |
| (Street)                                  |         |          |                                      | <input type="checkbox"/> Director                  | <input checked="" type="checkbox"/> 10% Owner                                    |
| 3641 RT MIJDRECHT,Â P7Â                   |         |          |                                      | <input type="checkbox"/> Officer                   | <input type="checkbox"/> Other   |
| (City)                                    | (State) | (Zip)    |                                      | (give title below)                                 | (specify below)  |
|   |         |          |                                      |  | <input type="checkbox"/> Form filed by One Reporting Person                      |
|   |         |          |                                      |  | <input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Shares                      | 5,105,330  | D <sup>(1)</sup>  | Â  |

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

SEC 1473 (7-02)

**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 control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4)<br><br>Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

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|                     |                    |                                  |                                  |
|---------------------|--------------------|----------------------------------|----------------------------------|
| Date<br>Exercisable | Expiration<br>Date | Amount or<br>Number of<br>Shares | or Indirect<br>(I)<br>(Instr. 5) |
|---------------------|--------------------|----------------------------------|----------------------------------|

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| Bayer Global Investments B.V.<br>ENERGIEWEG 1<br>3641 RT MIJDRECHT, P7      | Â             | Â X       | Â       | Â     |
| BAYER AKTIENGESELLSCHAFT<br>KAISER - WILHEM - ALLEE<br>51368 LEVERKUSEN, 2M | Â             | Â X       | Â       | Â     |

## Signatures

|   |  |            |
|---|--|------------|
| /s/ Dr. Paul Fort, Attorney-in-fact on behalf of Bayer Global Investments B.V.(2) |  | 10/18/2016 |
| __Signature of Reporting Person   |  | Date       |
| /s/ Dr. Paul Fort on behalf of Bayer AG   |  | 10/18/2016 |
| __Signature of Reporting Person   |  | Date       |
| /s/ Dr. Stephan Semrau on behalf of Bayer AG                                      |  | 10/18/2016 |
| __Signature of Reporting Person   |  | Date       |

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) Bayer Global Investments B.V. ("Bayer BV") is the Direct Owner of 2,605,330 common shares of CRISPR Therapeutics AG ("CRISPR"). Pursuant to a Subscription Agreement dated December 19, 2015, Bayer BV has agreed to purchase concurrently with the initial public offering of CRISPR in a private placement \$35 million common shares at a price equal to the public offering price of \$14.00, subject to the terms and conditions of the subscription agreement. This Form 3 is a joint filing of Bayer B.V. and Bayer AG. Bayer AG is the 100% Indirect Owner through subsidiaries of the same shares as to which Bayer Global Investments B.V. is the Direct Owner. The Subscription Agreement is incorporated by reference to Exhibit 4.1 of the Form S-1 Registration Statement of CRISPR Dated September 9, 2016.

Â  
**Remarks:**  
 (2)Â ExhibitÂ 24:Â PowerÂ ofÂ AttorneyÂ withÂ respectÂ toÂ BayerÂ GlobalÂ InvestmentsÂ B.V.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.