

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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).

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

1. Name and Address of Reporting Person*	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
<u>BAYER AKTIENGESELLSCHAFT</u>	<u>CRISPR Therapeutics AG [ CRSP ]</u>	Director <input checked="" type="checkbox"/> 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (Month/Day/Year)	Officer (give title below) Other (specify below)
<u>KAISER WILHEM ALLEE</u>	<u>01/05/2018</u>	
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
<u>LEVERKUSEN 2M 51368</u>		Form filed by One Reporting Person
(City) (State) (Zip)		<input checked="" 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 Shares	01/05/2018		P		527,472	A	\$22.75	5,632,802	I	By subsidiary <sup>(1)</sup>
Common Shares								75,945	I	By subsidiary <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				

1. Name and Address of Reporting Person*
<u>BAYER AKTIENGESELLSCHAFT</u>
(Last) (First) (Middle)
<u>KAISER WILHEM ALLEE</u>
(Street)
<u>LEVERKUSEN 2M 51368</u>
(City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Bayer Global Investments B.V.](#)

(Last) (First) (Middle)

[ENERGIEWEG 1, 3641 RT](#)

(Street)

[MIJDRECHT P7](#)

(City) (State) (Zip)

**Explanation of Responses:**

1. Represents purchase by Bayer Global Investments B.V. ("Bayer BV"). Bayer BV is the Direct Owner of 5,632,802 common shares of CRISPR Therapeutics AG ("CRISPR"). This Form 4 is a joint filing of Bayer BV and Bayer AG. Bayer AG is the 100% Indirect Owner through subsidiaries of the same shares as to which Bayer BV is the Direct Owner.
2. Reflects shares of CRISPR received by a subsidiary of Bayer AG as a pro rata distribution from a limited partnership. Bayer AG is the 100% Indirect Owner through subsidiaries of such shares.

**Remarks:**

[/s/ Bayer Aktiengesellschaft  
by Oliver Rittgen](#) [01/30/2018](#)

[/s/ Bayer Aktiengesellschaft  
by Martina Voelkel](#) [01/30/2018](#)

[/s/ Bayer Global Investments  
B.V. by Cyprianus Hermanus  
Alphonsus](#) [01/30/2018](#)

\*\* 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.**