

BAYER AKTIENGESELLSCHAFT

Form 4

January 30, 2018

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
BAYER AKTIENGESELLSCHAFT

(Last) (First) (Middle)

KAISER WILHEM ALLEE

(Street)

LEVERKUSEN, 2M 51368

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

CRISPR Therapeutics AG [CRSP]

3. Date of Earliest Transaction
(Month/Day/Year)

01/05/2018

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____X____ 10% Owner
____ Officer (give title below) ____ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
__X__ 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 (1)
Common Shares								75,945	I	By subsidiary (2)

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

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SEC 1474
(9-02)

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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 Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

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

Signatures

/s/ Bayer Aktiengesellschaft by Oliver Rittgen	01/30/2018
__Signature of Reporting Person	Date
/s/ Bayer Aktiengesellschaft by Martina Voelkel	01/30/2018
__Signature of Reporting Person	Date
/s/ Bayer Global Investments B.V. by Cyprianus Hermanus Alphonsus	01/30/2018
__Signature of Reporting Person	Date

Explanation of Responses:

* 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).

- Represents purchase by Bayer Global Investments B.V. ("Bayer BV"). Bayer BV is the Direct Owner of 5,632,802 common shares of
- (1) 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.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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