

**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>Novak Rodger</u>  (Last) (First) (Middle) <u>C/O CRISPR THERAPEUTICS, INC.</u> <u>BAARERSTRASSE 14</u>  (Street) <u>ZUG V8 CH-6300</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>CRISPR Therapeutics AG [ CRSP ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Executive Officer</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>04/19/2017</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year)		

**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	05/02/2017		M		15,924	A	\$1.81	1,230,929	D	
Common Shares	05/02/2017		s <sup>(1)</sup>		15,924	D	\$16.5308 <sup>(2)</sup>	1,215,005	D	
Common Shares	05/03/2017		M		20,269	A	\$1.81	1,235,274	D	
Common Shares	05/03/2017		s <sup>(1)</sup>		19,247	D	\$16.0536 <sup>(3)</sup>	1,216,027	D	
Common Shares	05/03/2017		s <sup>(1)</sup>		1,022	D	\$16.6366 <sup>(4)</sup>	1,215,005	D	
Common Shares	05/04/2017		M		13,191	A	\$1.81	1,229,196	D	
Common Shares	05/04/2017		s <sup>(1)</sup>		13,191	D	\$16.3718 <sup>(5)</sup>	1,215,005	D	

**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
Stock Options (Right to Buy)	\$1.81	05/02/2017		M			50,000	(6)	09/10/2025	Common Shares	50,000	\$0.00	202,169	D	
Stock Options (Right to Buy)	\$1.81	05/03/2017		M			20,269	(6)	09/10/2025	Common Shares	20,269	\$0.00	181,900	D	
Stock Options (Right to Buy)	\$1.81	05/04/2017		M			13,191	(6)	09/10/2025	Common Shares	13,191	\$0.00	168,709	D	

**Explanation of Responses:**

- The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$16.30 to \$17.00, inclusive. The reporting person undertakes to provide to CRISPR Therapeutics AG, any security holder of CRISPR Therapeutics AG, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$15.51 to \$16.45, inclusive. The reporting person undertakes to provide to CRISPR Therapeutics AG, any security holder of CRISPR Therapeutics AG, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$16.51 to \$16.84, inclusive. The reporting person undertakes to provide to CRISPR Therapeutics AG, any security holder of CRISPR Therapeutics AG, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$15.90 to \$16.78, inclusive. The reporting person undertakes to provide to CRISPR Therapeutics AG, any security holder of CRISPR Therapeutics AG, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price.
- This option was granted on September 10, 2015 with respect to 268,093 Common Shares with 94,950 share immediately vested on the grant date and the remaining 173,143 shares vest in 31 equal monthly installments thereafter.

**Remarks:**

/s/ Michael Esposito, attorney-  
in-fact      05/04/2017

\*\* 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.**