## Edgar Filing: Intellia Therapeutics, Inc. - Form 4

Intellia Thera	apeutics, Inc.											
Form 4	_											
May 11, 201	6											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									01 <b>11 11 11 11</b>	OMB AF	OMB APPROVAL	
UNITED STATES SECURITIES AND EXCHANGE COMMISSION								OMB	3235-0287			
Check thi	is hox		Was	shingto	on,	D.C. 2054	49			Number:		
if no longer							***	0110		Expires:	January 31, 2005	
subject to STATEMENT OF CHAN				GES IN BENEFICIAL OWNERSHIP					NERSHIP OF	Estimated average		
Section 1					UR	ITIES				burden hours per		
Form 4 or Form 5			<b>C</b> (* 1		• .1	a	г	1	A ( C1024	response	0.5	
obligation	•							•	e Act of 1934,			
may cont				•		• •			1935 or Section	1		
See Instru	uction	30(n	) of the In	vestme	ent	Company	Act	01 194	0			
1(b).												
(Print or Type F	Responses)											
(I fine of Type I	(csponses)											
1. Name and A	ddress of Reporti	ng Person *	2 Issue	· Name (	bne	Ticker or T	radina		5. Relationship of	Reporting Pers	on(s) to	
Berminghan			Symbol	er Name and Ticker or Trading					Issuer	(-)		
U			•	Theran	eut	tics, Inc. []	NTL	41				
		~ ~ ~ ~ ~ ~		•		_		7]	(Checl	k all applicable	)	
(Last)	(First)	(Middle)	3. Date of			ansaction				100	<u> </u>	
C/O INITEL		EUTICS		Day/Year)					_X_ Director 10% Owner _X_ Officer (give title Other (specify			
	LIA THERAP		05/11/2	016					below)	below)	a (speen)	
SUITE 201	ROOKLINE S	DINEEI,							Pres	ident & CEO		
SUITE 201												
	(Street)					te Original			6. Individual or Jo	int/Group Filin	g(Check	
Filed(Mon				•					Applicable Line) _X_ Form filed by One Reporting Person			
CAMPDID	CE MA 02120	<b>`</b>							Form filed by M			
CAMBRID	GE, MA 02139	9							Person			
(City)	(State)	(Zip)	Tabl	e I - No	n-D	erivative Se	ecuriti	es Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of	2. Transaction E	Date 2A. Dee	emed	3.		4. Securitie			5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Ye		on Date, if		ictio	n(A) or Disp			Securities	Form: Direct		
(Instr. 3)		any (Month/	Day/Year)	Code (Instr. 3, 4 and 5) (Instr. 8)					Beneficially Owned		Beneficial Ownership	
		(WOIIII)	Day/Teal)	(msu.	8)				Following	(Instr. 4)	(Instr. 4)	
							( )		Reported	(,		
							(A) or		Transaction(s)			
				Code	V	Amount	(D)	Price	(Instr. 3 and 4)			
Common	05/11/2016			С		437,019	Α	<u>(1)</u>	786,633	D		
Stock	03/11/2010			C		-57,019	А	<u></u>	700,055	D		

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

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 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. Transactio Code (Instr. 8)	5. Number of orDerivative 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. D Se (It
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Founder Stock	<u>(1)</u>	05/11/2016		С		675,883	<u>(1)</u>	(2)	Common Stock	437,019	

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## **Reporting Owners**

<b>Reporting Owner Name / Address</b>		Relationships						
	Director	10% Owner	Officer	Other				
Bermingham Nessan C/O INTELLIA THERAPEUTICS, IN 130 BROOKLINE STREET, SUITE 2 CAMBRIDGE, MA 02139	X		President & CEO					
Signatures								
/s/ Nicole Heifner, attorney-in-fact	05/11/2016							
**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).
- (1) Each share of Founder Stock was automatically converted into 0.6465903 of a share of Common Stock upon the closing of the Issuer's initial public offering without payment of further consideration.
- (2) Not applicable

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.