IN THE UNITED STATES DISTRICT COURT
FOR THE DISTRICT OF DELAWARE

PRECISION BIOSCIENCES, INC. and DUKE UNIVERSITY,	)	
Plaintiffs,	)	C.A. No. _____
v.	)	**JURY TRIAL DEMANDED**
CELLECTIS, S.A., CELLECTIS BIORESEARCH and CELLECTIS BIORESEARCH INC.,	)	
Defendants.	)	

COMPLAINT FOR PATENT INFRINGEMENT

Plaintiffs Precision BioSciences, Inc. and Duke University hereby file this Complaint for Patent Infringement against Cellectis SA, Cellectis bioresearch and Cellectis bioresearch Inc., alleging as follows, on personal knowledge as to their own activities and on information and belief as to all other matters:

Parties

1. Precision BioSciences, Inc. ("Precision") is a Delaware corporation having a principal place of business at 302 East Pettigrew Street, Dibrell Building, Suite A-100, Durham, North Carolina 27701.

2. Duke University ("Duke") is an educational, research and health care institution and a North Carolina nonprofit corporation located in Durham, North Carolina.

3. Cellectis SA ("Cellectis") is a corporation organized under the laws of France having a principal place of business at 8 Rue de la Croix Jarry, 75013 Paris France.

4. Cellectis bioresearch ("Cellectis bioresearch") is a corporation organized under the laws of France having a principal place of business at 8 Rue de la Croix Jarry, 75013 Paris France. Upon information and belief, Cellectis bioresearch is a subsidiary of Cellectis.

5. Cellectis bioresearch Inc. ("Cellectis bioresearch USA") is a Delaware corporation having a principal place of business at One Broadway, Cambridge Massachusetts 02142. Upon information and belief, Cellectis bioresearch USA is a subsidiary of Cellectis bioresearch established in 2010. On its website at www.cellectis-bioresearch.com, Cellectis bioresearch identifies Cellectis bioresearch USA as its "American office." A copy of the "Home Page" at www.cellectis-bioresearch.com is attached as Exhibit 1. According to a press release issued by Cellectis bioresearch dated October 13, 2010 entitled "Cellectis bioresearch Announces Establishment of Subsidiary in the US" (a copy of which is attached as Exhibit 2), Cellectis bioresearch opened Cellectis bioresearch USA to have "a presence in the largest global Life Science market and allow us to be closer to our clients to better meet their needs." The press release states that Cellectis bioresearch USA was intended to "establish a foothold for Cellectis bioresearch in the North American market." It also states that "Cellectis bioresearch will be responsible for the US-wide promotion of Cellectis bioresearch products and services."

Jurisdiction and Venue

6. This Court has subject matter jurisdiction over this action pursuant to 28 U.S.C. §§ 1331 and 1338(a) because this action arises under the patent laws of the United States, 35 U.S.C. § 101, *et seq.*

7. This Court has personal jurisdiction over Cellectis by virtue of its filing of this case in this Court, as well as its consent to this Court's exercise of personal jurisdiction over it for this dispute. In addition, Cellectis regularly conducts business in Delaware, directly and through its agents, and regularly avails itself of the benefits of litigating disputes with Precision in this Court.

8. This Court has personal jurisdiction over Cellectis bioresearch USA because it is incorporated under the laws of the State of Delaware, has appointed an agent for service of process in Delaware, and regularly avails itself of the privilege of conducting business in Delaware and of the benefits of Delaware law. In addition, Cellectis bioresearch USA has consented to this Court's exercise of personal jurisdiction over it for this dispute.

9. This Court has personal jurisdiction over Cellectis bioresearch through principles of agency based upon contacts with the State of Delaware by its agent Cellectis bioresearch USA, a subsidiary of Cellectis bioresearch that functions as Cellectis bioresearch's American office under Cellectis bioresearch's direct management and control. Upon information and belief, Cellectis bioresearch formed Cellectis bioresearch USA in 2010 to have a presence in the United States, and Cellectis bioresearch USA is responsible for the US-wide promotion of Cellectis bioresearch products and activities. In addition, Cellectis bioresearch has consented to this Court's exercise of personal jurisdiction over it for this dispute.

10. Venue is proper in this judicial district pursuant to 28 U.S.C. § 1400(b).

Infringement of U.S. Patent No. 8,377,674

11. United States Patent No. 8,377,674 (the "'674 patent"), entitled "Method for Producing Genetically-Modified Cells with Rationally-Designed Meganucleases with Altered Sequence Specificity," was duly and legally issued by the United States Patent and Trademark Office on February 19, 2013. A copy of the '674 patent is attached hereto as Exhibit 3.

12. Duke is the owner by assignment of the '674 patent.

13. Precision is the exclusive licensee of the '674 patent, with Duke retaining a substantial proprietary interest therein.

14. Upon information and belief, Cellectis, Cellectis bioresearch and/or Cellectis bioresearch USA directly infringe one or more claims of the '674 patent in violation of 35 U.S.C. § 271(a) by practicing in the United States a method of producing genetically-modified cells with rationally-designed meganucleases with altered sequence specificity using one or more Cellectis, Cellectis bioresearch and/or Cellectis bioresearch USA products, including but not limited to the cGPS® Custom HepG2 Full Kit DD and the CLS4617 meganuclease targeting the human CCR5 gene (*e.g.,* as described in Certo, *et al.,* "Coupling endonucleases using DNA end-processing enzymes to drive gene disruption," *Nature Methods,* September 12, 2012), as described in one or more claims of the '674 patent.

15. Upon information and belief, Cellectis, Cellectis bioresearch and/or Cellectis bioresearch USA indirectly infringe one or more claims of the '674 patent in violation of 35 U.S.C. § 271(b) by inducing others to practice in the United States a method of producing genetically-modified cells with rationally-designed meganucleases with altered sequence specificity using one or more Cellectis, Cellectis bioresearch and Cellectis bioresearch USA products, including but not limited to the cGPS® Custom HepG2 Full Kit DD and the CLS4617 meganuclease targeting the human CCR5 gene, as described in one or more claims of the '674 patent. Upon information and belief, Cellectis, Cellectis bioresearch and/or Cellectis bioresearch are doing so with knowledge of the '674 patent and/or the allowed claims in the application from which the '674 patent issued, with knowledge that such products infringe one or more claims of the '674 patent, and with the specific intent that others would use such products in practicing a method of producing genetically-modified cells with rationally-designed meganucleases with altered sequence specificity so as to infringe one or more claims of the '674 patent.

16. Upon information and belief, Cellectis, Cellectis bioresearch and Cellectis bioresearch USA indirectly infringe one or more claims of the ’674 patent in violation of 35 U.S.C. § 271(c) by offering for sale and selling in the United States and importing into the United States one or more Cellectis, Cellectis bioresearch and/or Cellectis bioresearch USA products, including but not limited to the cGPS® Custom HepG2 Full Kit DD and the CLS4617 meganuclease targeting the human CCR5 gene, for use by others as a material part in practicing a method of producing genetically-modified cells with rationally-designed meganucleases with altered sequence specificity so as to infringe one or more claims of the ’674 patent. Upon information and belief, Cellectis, Cellectis bioresearch and Cellectis bioresearch USA are doing so with knowledge of the ’674 patent and/or the allowed claims in the application from which the ’674 patent issued; with knowledge that such products are not a staple article of commerce suitable for a substantial noninfringing use; and with knowledge that such products will be used by others in practicing a method of producing genetically-modified cells with rationally-designed meganucleases with altered sequence specificity so as to infringe one or more claims of the ’674 patent.

17. As a result of the infringement of the ’674 patent by Cellectis, Cellectis bioresearch and/or Cellectis bioresearch USA, Precision and Duke have suffered and continue to suffer injury to their business and property in an amount to be determined as damages.

18. Unless an injunction is issued enjoining Cellectis, Cellectis bioresearch and/or Cellectis bioresearch USA, and their respective officers, agents, servants, employees and attorneys, and all those persons and entities in active concert and participation with them, from infringing the ’674 patent, Precision and Duke will be irreparably harmed.

19. Upon information and belief, Cellectis, Cellectis bioresearch and Cellectis bioresearch USA are willfully infringing the ’674 patent by engaging in the activities described herein with full knowledge of the ’674 patent and/or the allowed claims in the application from which the ’674 patent issued and with reckless disregard for the infringing nature of such activities.

Prayer for Relief

WHEREFORE, Precision and Duke respectfully request entry of judgment that includes:

A. A finding that Cellectis, Cellectis bioresearch and Cellectis bioresearch USA have infringed the ’674 patent;

B. A preliminary and permanent injunction enjoining Cellectis, Cellectis bioresearch and Cellectis bioresearch USA, and their respective officers, agents, servants, employees and attorneys, and all those persons and entities in active concert with them, from infringing the ’674 patent;

C. An award of damages in favor of Precision and Duke and against Cellectis, Cellectis bioresearch and Cellectis bioresearch USA, such damages being in an amount sufficient to fully compensate Precision and Duke for infringement of the ’674 patent by Cellectis, Cellectis bioresearch and Cellectis bioresearch USA;

D. A finding that the infringement of the ’674 patent has been willful;

E. Pursuant to 35 U.S.C. §284, an award of enhanced damages up to three times the amount of compensatory damages awarded;

F. An assessment of prejudgment and post-judgment interest;

G. A finding by the Court that this is an exceptional case under 35 U.S.C. § 285 and an award to Precision and Duke of their costs, expenses and attorneys' fees in this action; and

H. Such other and further relief as the Court deems just and proper.

DEMAND FOR JURY TRIAL

Precision and Duke hereby demand trial by jury of this counterclaim as to all issues triable by jury as of right.

Respectfully submitted,

POTTER ANDERSON & CORROON LLP

By: */s/ Richard L. Horwitz*
Richard L. Horwitz (#2246)
David E. Moore (#3983)
Bindu A. Palapura (#5370)
Hercules Plaza 6th Floor
1313 N. Market Street
Wilmington, DE 19899
Tel: (302) 984-6000
rhorwitz@potteranderson.com
dmoore@potteranderson.com
bpalapura@potteranderson.com

Attorneys for Plaintiff
Precision BioSciences, Inc.

OF COUNSEL:

Robert J. Morris
Francisco J. Benzoni
SMITH ANDERSON BLOUNT DORSETT MITCHELL & JERNIGAN LLP
2300 Wells Fargo Capitol Center
Post Office Box 2611
Raleigh, NC 27602
Tel: (919) 821-1220

E. Anthony Figg
C. Nichole Gifford
Sharon E. Crane, Ph.D.
ROTHWELL, FIGG, ERNST & MANBECK, P.C.
1425 K Street, N.W., Suite 800
Washington, DC 20005
Tel: (202) 783-6040

-and-

MORRIS, NICHOLS, ARSHT & TUNNELL LLP

By: */s/ Jack B. Blumenfeld*
Jack B. Blumenfeld (#1014)
Regina Murphy (#5648)
1201 N. Market Street
P.O. Box 1347
Wilmington, DE 19899
Tel: (302) 658-9200
jblumenfeld@mnat.com
rmurphy@mnat.com

Attorneys for Plaintiff Duke University

OF COUNSEL:

Richard T. Matthews
MYERS BIGEL SIBLEY
& SAJOVEC, P.A.
4140 Parklake Avenue
Suite 600
Raleigh, NC 27612
Tel: (919) 854-1400

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