

Aimmune Therapeutics, Inc.
 Form 4
 November 15, 2016

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
DILLY STEPHEN GEORGE

(Last) (First) (Middle)

AIMMUNE THERAPEUTICS, INC., 8000 MARINA BOULEVARD, SUITE 300

(Street)

BRISBANE, CA 94005-1884

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Aimmune Therapeutics, Inc. [AIMT]

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

11/10/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

See Remarks

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person
 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock, \$0.0001 par value	07/25/2016		G ⁽¹⁾	V	14,447	A	\$ 0
					779,755 ⁽²⁾ ₍₃₎	D	
Common Stock, \$0.0001 par value	07/25/2016		G ⁽¹⁾	V	14,447	D	\$ 0
					51,403	I	
							By GRAT 1 ⁽⁴⁾
Common Stock, \$0.0001	07/25/2016		G ⁽⁵⁾	V	14,447	A	\$ 0
					14,447	I	
							By Wife

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par value									
Common Stock, \$0.0001 par value	07/25/2016	G ⁽⁵⁾	V	14,447	D	\$ 0	51,403	I	By Wife's GRAT 1 ⁽⁶⁾
Common Stock, \$0.0001 par value	08/24/2016	G ⁽⁷⁾	V	14,447	D	\$ 0	765,308 ⁽²⁾	D	
Common Stock, \$0.0001 par value	08/24/2016	G ⁽⁷⁾	V	14,447	A	\$ 0	14,447	I	By GRAT 2 ⁽⁸⁾
Common Stock, \$0.0001 par value	08/24/2016	G ⁽⁹⁾	V	14,447	D	\$ 0	0	I	By Wife
Common Stock, \$0.0001 par value	08/24/2016	G ⁽⁹⁾	V	14,447	A	\$ 0	14,447	I	By Wife's GRAT 2 ⁽¹⁰⁾
Common Stock, \$0.0001 par value	11/10/2016	S ⁽¹¹⁾		1,304	D	\$ 25	764,004 ⁽²⁾	D	
Common Stock, \$0.0001 par value	11/11/2016	S ⁽¹¹⁾		23,696	D	\$ 25.0249 ⁽¹²⁾	740,308 ⁽²⁾	D	
Common Stock, \$0.0001 par value	11/11/2016	S ⁽¹¹⁾		25,000	D	\$ 25	715,308 ⁽²⁾	D	

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

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(9-02)

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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Nature of Derivative Security Beneficially Owned
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- (9) This transaction involved a gift of securities previously held directly by Edwina Lynette Mullens to Edwina Lynette Mullens, Trustee, The Edwina Lynette Mullens 2016 Grantor Retained Annuity Trust DTD August 12, 2016 (the "Second Mullens Trust"). Such shares were transferred from Reporting Person's wife to the Second Mullens Trust on August 24, 2016. Dr. Dilly disclaims beneficial ownership of the shares held by the Second Mullens Trust.
- (10) These shares are held by the Second Mullens Trust. Ms. Mullens has sole voting, investment and dispositive power over the shares held by the Second Mullens Trust. Dr. Dilly disclaims beneficial ownership of the shares held by the Second Mullens Trust.
- (11) The sale reported in the Form 4 was effected pursuant to a Rule 10b5 1 trading plan adopted by the Reporting Person.
- (12) The transaction was executed in multiple trades in prices ranging from \$25.00 to \$25.17, inclusive. The price reported in Column 4 above reflects the weighted average sale price. The Reporting Person hereby undertakes to provide upon request to the SEC staff, the Issuer, or a stockholder of the Issuer, information regarding the number of shares and prices at which the transaction was effected.

Remarks:

President and Chief Executive Officer

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.