

Sheehy Douglas T.
Form 4
October 25, 2017

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 *
Sheehy Douglas T.

2. Issuer Name and Ticker or Trading Symbol
Aimmune Therapeutics, Inc. [AIMT]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
AIMMUNE THERAPEUTICS, INC., 8000 MARINA BOULEVARD, SUITE 300
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
10/23/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
See Remarks

BRISBANE, CA 94005-1884

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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) |
|----------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock, \$0.0001 par value | 10/23/2017 | | M | 34,300 A | \$ 12.95 34,300 | D | |
| Common Stock, \$0.0001 par value | 10/23/2017 | | S ⁽¹⁾ | 22,964 D | \$ 33.2509 11,336 | D | |
| Common Stock, \$0.0001 par value | 10/23/2017 | | S ⁽¹⁾ | 5,003 D | \$ 6,333 34.1273 | D | |

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par value

| | | | | | | | |
|---|------------|------------------|-------|---|-----------------------------|---|---|
| Common Stock, \$0.0001 par value | 10/23/2017 | S ⁽¹⁾ | 6,333 | D | \$ 35.3428 <u>(4)</u> | 0 | D |
|---|------------|------------------|-------|---|-----------------------------|---|---|

| | | | | | | | |
|---|------------|---|--------|---|----------|--------|---|
| Common Stock, \$0.0001 par value | 10/23/2017 | M | 13,125 | A | \$ 19.63 | 13,125 | D |
|---|------------|---|--------|---|----------|--------|---|

| | | | | | | | |
|---|------------|------------------|-------|---|-----------------------------|-------|---|
| Common Stock, \$0.0001 par value | 10/23/2017 | S ⁽¹⁾ | 7,500 | D | \$ 35.6334 <u>(5)</u> | 5,625 | D |
|---|------------|------------------|-------|---|-----------------------------|-------|---|

| | | | | | | | |
|---|------------|------------------|-------|---|-------|---|---|
| Common Stock, \$0.0001 par value | 10/23/2017 | S ⁽¹⁾ | 5,625 | D | \$ 37 | 0 | 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.

SEC 1474
(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 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. Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (right to buy) | \$ 12.95 | 10/23/2017 | | M | 34,300 | <u>(6)</u> | 04/29/2026 | Common Stock | 34,300 |
| Stock Option (right to buy) | \$ 19.63 | 10/23/2017 | | M | 13,125 | <u>(7)</u> | 02/24/2027 | Common Stock | 13,125 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------------|
| | Director | 10% Owner | Officer | Other |
| Sheehy Douglas T. AIMMUNE THERAPEUTICS, INC. 8000 MARINA BOULEVARD, SUITE 300 BRISBANE, CA 94005-1884 | | | | See Remarks |

Signatures

/s/ Douglas T.

Sheehy

10/25/2017

**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) This sale reported in the Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by Reporting Person.

The transaction was executed in multiple trades in prices ranging from \$32.79 to \$33.78, 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.

(3) The transaction was executed in multiple trades in prices ranging from \$33.80 to \$34.79, 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.

(4) The transaction was executed in multiple trades in prices ranging from \$34.80 to \$35.55, 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.

(5) The transaction was executed in multiple trades in prices ranging from \$35.55 to \$36.54, 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.

(6) The shares subject to the option will vest and become exercisable as to 25% of the total number of shares subject to the option on April 4, 2017 and with respect to 1/48th of the total number of shares subject to the option in successive, equal monthly installments on each monthly anniversary thereafter, subject to the Reporting Person's continued service relationship with the Issuer on each such vesting date.

(7) The shares subject to the option will vest and become exercisable as to one-forty-eighth (1/48th) of the total number of shares subject to the option in successive, equal monthly installments measured from February 24, 2017, subject to the Reporting Person's continued service relationship with the Issuer on each such vesting date.

Remarks:

General Counsel and Corporate Secretary

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.