

Aimmune Therapeutics, Inc.  
Form SC 13G  
November 28, 2016

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

**SCHEDULE 13G**  
**Under the Securities Exchange Act of 1934**

**Aimmune Therapeutics, Inc.**

**(Name of Issuer)**

**Common Stock, par value \$0.0001**

**(Title of Class of Securities)**

**00900T107**

**(CUSIP Number)**

**Nestlé S.A.**

**Avenue Nestlé, 55**

**1800 Vevey**

**Switzerland**

**Attention: General Counsel**

**Facsimile: 011-41-21-924-2875**

**with a copy to:**

**David A. Carpenter, Esq.**

**Mayer Brown, LLP**

**1221 Avenue of the Americas**

**New York, New York 10020**

**(212) 506-2195**

**(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)**

**November 23, 2016**

**(Date of Event which Requires Filing of this Statement)**

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

Rule 13d-1(b)

Rule 13d-1(c)

Rule 13d-1(d)

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be filed for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended ( Act ) or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No. 00653A107

1. NAME OF REPORTING PERSON:

Nestle Health Science US Holdings, Inc.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

(a) (b)

3. SEC USE ONLY:

4. CITIZENSHIP OR PLACE OF ORGANIZATION:

Delaware

5. SOLE VOTING POWER:

NUMBER OF

SHARES 0

6. SHARED VOTING POWER:

BENEFICIALLY

BY OWNED BY 7,552,084

EACH 7. SOLE DISPOSITIVE POWER:

REPORTING

PERSON 0

8. SHARED DISPOSITIVE POWER:

WITH:

7,552,084

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

7,552,084

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

12. 15.12%\*  
TYPE OF REPORTING PERSON:

CO

CUSIP No. 00653A107

1. NAME OF REPORTING PERSON:

NIMCO US, Inc.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

(a) (b)

3. SEC USE ONLY:

4. CITIZENSHIP OR PLACE OF ORGANIZATION:

Delaware

5. SOLE VOTING POWER:

NUMBER OF

SHARES 0

6. SHARED VOTING POWER:

BENEFICIALLY

BY OWNED BY 7,552,084

EACH 7. SOLE DISPOSITIVE POWER:

REPORTING

PERSON 0

8. SHARED DISPOSITIVE POWER:

WITH:

7,552,084

9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

7,552,084

10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

12. 15.12%\*  
TYPE OF REPORTING PERSON:

CO

CUSIP No. 00653A107

1. NAME OF REPORTING PERSON:

Nestlé S.A.

2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP:

(a) (b)

3. SEC USE ONLY:

4. CITIZENSHIP OR PLACE OF ORGANIZATION:

Switzerland

5. SOLE VOTING POWER:

NUMBER OF

SHARES 0  
6. SHARED VOTING POWER:

BENEFICIALLY

BY OWNED BY 7,552,084  
EACH 7. SOLE DISPOSITIVE POWER:

REPORTING

PERSON 0  
8. SHARED DISPOSITIVE POWER:

WITH:

7,552,084  
9. AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:

7,552,084  
10. CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES:

11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):

12. 15.12%\*  
TYPE OF REPORTING PERSON:

CO



SCHEDULE 13G

**Item 1(a). Name of Issuer:**

Aimmune Therapeutics, Inc.

**Item 1(b). Address of Issuer's Principal Executive Offices:**

Marina Boulevard, Suite 300

Brisbane, California 94005

**Item 2(a). Name of Person Filing:**

This statement is filed by:

Nestlé Health Science US Holdings, Inc. ( NHS ), a Delaware corporation, with respect to the shares of Common Stock (as defined in Item 2(d) below) directly held by it.

NIMCO US, Inc. ( NIMCO ), a Delaware corporation, with respect to the shares of Common Stock held by NHS, which is its wholly owned subsidiary.

Nestlé S.A. ( Nestlé ), corporation organized under the laws of Switzerland, with respect to the shares of Common Stock held by NHS, which is a wholly owned subsidiary of NIMCO, which is a wholly owned subsidiary of Nestlé.

The foregoing persons are hereinafter sometimes collectively referred to as the Reporting Persons. Any disclosures herein with respect to persons other than the Reporting Persons are made on information and belief after making inquiry to the appropriate party.

**Item 2(b). Address of Principal Business Office or, if none, Residence:**

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The principal executive office of NHS and NIMCO is 383 Main Ave., 5<sup>th</sup> Floor, Norwalk, CT 06851. The principal executive office of Nestlé is Avenue Nestlé 55, CH-1800, Vevey Switzerland.

**Item 2(c). Citizenship:**

NHS and NIMCO are corporations organized under the laws of the State of Delaware. Nestlé is a corporation organized under the laws of Switzerland.

**Item 2(d). Title of Class of Securities:**

Common Stock, \$0.0001 par value per share (the Common Stock )

**Item 2(e). CUSIP Number:**

00900T107

**Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
- (c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);

- (d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
- (e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
- (f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
- (g) A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
- (h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
- (i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3); and
- (k) Group, in accordance with §240.13d-1(b)(1)(ii)(J).

**Item 4. Ownership.**

The information requested hereinafter is set forth in items 5 through 9 and 11 of the cover pages to this Schedule 13G. The ownership percentage is based on 49,934,727 shares of Common Stock outstanding as of November 23, 2016.

NHS is a wholly owned subsidiary of NIMCO, which is a wholly owned subsidiary of Nestlé, a publicly traded company. Each of these entities may be deemed to share voting and investment power with respect to all shares of Common Stock held by NHS. Each of the Reporting Persons disclaims beneficial ownership of such shares of Common Stock except to the extent of its pecuniary interest therein.

**Item 5. Ownership of Five Percent or Less of a Class.**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following.

**Item 6. Ownership of More than Five Percent on Behalf of Another Person.**

Not applicable.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.**

Not applicable.

**Item 8. Identification and Classification of Members of the Group.**

Not applicable.

**Item 9. Notice of Dissolution of Group.**

Not applicable.

**Item 10. Certifications.**

Each of the Reporting Persons hereby makes the following certification:

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By signing below I certify that, to the best of my knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of

changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

**LIST OF EXHIBITS**

<b>Exhibit No.</b>	<b>Description</b>
Exhibit I	Joint Filing Agreement

**SIGNATURE**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated November 23, 2016

**NESTLE HEALTH SCIENCE US  
HOLDINGS, INC.**

By: /s/ James Pepin  
Name: James Pepin  
Title: President

**NIMCO US, INC.**

By: /s/ Gary Kirschenbaum  
Name: Gary Kirschenbaum  
Title: Vice President

**NESTLÉ S.A.**

By: /s/ David P. Frick  
Name: David P. Frick  
Title: Secretary to the Board of Directors