

Barrowcliffe Susan E.  
Form 4  
January 04, 2018

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
Barrowcliffe Susan E.

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)  
01/02/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
General Manager, Europe

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)			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 Ownership (Instr. 4)	
				Code	V	Amount or Price				
Common Stock, \$0.0001 par value	01/02/2018		M		75,000	A	\$ 3.022	75,000	D	
Common Stock, \$0.0001 par value	01/02/2018		S <sup>(1)</sup>		24,401	D	\$ 37.1219	50,599	D	
Common Stock, \$0.0001	01/02/2018		S <sup>(1)</sup>		599	D	\$ 37.7785	50,000	D	

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par value							
Common Stock, \$0.0001 par value	01/02/2018	S <sup>(1)</sup>	24,700	D	\$ 37.1264 <u>(4)</u>	25,300	D
Common Stock, \$0.0001 par value	01/02/2018	S <sup>(1)</sup>	300	D	\$ 37.8633 <u>(5)</u>	25,000	D
Common Stock, \$0.0001 par value	01/02/2018	S <sup>(1)</sup>	24,400	D	\$ 37.1195 <u>(6)</u>	600	D
Common Stock, \$0.0001 par value	01/02/2018	S <sup>(1)</sup>	600	D	\$ 37.7533 <u>(7)</u>	0	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 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)	\$ 3.022	01/02/2018		M	75,000	<u>(8)</u> 05/13/2025	Common Stock	75,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

Barrowcliffe Susan E.  
AIMMUNE THERAPEUTICS, INC.  
8000 MARINA BOULEVARD, SUITE 300  
BRISBANE, CA 94005-1884

General  
Manager,  
Europe

## Signatures

/s/ Douglas T. Sheehy, as Attorney-in-Fact for Susan E.  
Barrowcliffe

01/04/2018

\_\_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) The sales reported in the Form 4 were effected pursuant to a Rule 10b5 1 trading plan adopted by the Reporting Person.

The transaction was executed in multiple trades in prices ranging from \$36.58 to \$37.55, 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.

(3) The transaction was executed in multiple trades in prices ranging from \$37.70 to \$37.86, 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 \$36.60 to \$37.60, 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 \$37.85 to \$37.87, 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 transaction was executed in multiple trades in prices ranging from \$36.55 to \$37.54, 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.

(7) The transaction was executed in multiple trades in prices ranging from \$37.65 to \$37.86, 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.

(8) The option is immediately exercisable in full or in part. The underlying shares vest pursuant to the following schedule: Twenty Five Percent (25%) of the shares subject to the option vest on the first anniversary measured from May 1, 2015 (the "Vesting Commencement Date") and the remaining shares subject to the option vest in 36 successive, equal monthly installments thereafter on each monthly anniversary of the Vesting Commencement Date, subject to Reporting Person's continued service relationship with the Issuer on each such vesting date.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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