

Novartis Bioventures Ltd
 Form 4
 February 15, 2018

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2005
 Estimated average burden hours per response... 0.5

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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 *
 Novartis Bioventures Ltd

(Last) (First) (Middle)

C/O NOVARTIS
 INTERNATIONAL
 AG, LICHTSTRASSE 35

(Street)

BASEL, V8 CH-4056

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 Altimune, Inc. [ALT]

3. Date of Earliest Transaction
 (Month/Day/Year)
 02/13/2018

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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

___ Form filed by One Reporting Person
 X 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 Ownership (Instr. 4) | | | |
|----------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|-----------|---|------------------|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock, par value \$0.0001 | 02/13/2018 | | J ⁽¹⁾ | | 269,527 | A | Ⓐ | 2,804,088 | I | See Footnote (2) |
| Common Stock, par value \$0.0001 | 02/15/2018 | | J ⁽³⁾ | | 67,925 | A | Ⓓ | 2,872,013 | I | See Footnote (2) |

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

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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 Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Am Nur Sha |
| Series B Convertible Preferred Stock | \$ 2.67 ⁽⁴⁾ | 02/13/2018 | | J ⁽¹⁾ | 344.9398 | 08/21/2017 08/15/2018 | Common Stock, par value \$0.0001 | 12 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Novartis Bioventures Ltd C/O NOVARTIS INTERNATIONAL AG LICHTSTRASSE 35 BASEL, V8 CH-4056 | | X | | |
| NOVARTIS AG C/O NOVARTIS INTERNATIONAL AG LICHTSTRASSE 35 BASEL, V8 CH-4056 | | X | | |

Signatures

| | |
|---|------------|
| /s/ Bart Dzikowski, Secretary of the Board of Novartis Bioventures Ltd | 02/15/2018 |
| _____ **Signature of Reporting Person | Date |
| /s/ Stephan Sandmeier, Authorized Signatory of Novartis Bioventures Ltd | 02/15/2018 |
| _____ **Signature of Reporting Person | Date |
| /s/ Bart Dzikowski, Authorized Signatory of Novartis AG | 02/15/2018 |
| _____ **Signature of Reporting Person | Date |
| /s/ Stephan Sandmeier, Authorized Signatory of Novartis AG | 02/15/2018 |

__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).

Pursuant to the terms of the Series B Convertible Preferred Stock (the "Preferred Stock"), the Issuer converted the Preferred Stock into
(1) shares of the Issuer's common stock, par value \$0.0001 per share (the "Common Stock") at the installment conversion price of \$1.2798 per share of Common Stock.

The board of directors of Novartis Bioventures Ltd has sole voting and investment control and power over such securities. None of the
(2) members of its board of directors has individual voting or investment power with respect to such securities and each disclaims beneficial ownership of such securities. Novartis Bioventures Ltd is an indirectly owned subsidiary of Novartis AG.

Pursuant to the terms of the Series B Convertible Preferred Stock (the "Preferred Stock"), the Issuer converted the Preferred Stock into
(3) shares of the Issuer's common stock, par value \$0.0001 per share (the "Common Stock") at the installment conversion price of \$1.2408 per share of Common Stock.

(4) The Issuer's Preferred Stock is convertible at any time at the option of the holder into shares of the Issuer's Common Stock, subject to certain restrictions, at an initial conversion price of \$2.67 per share and a stated amount of \$1,000 per share.

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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