

Novartis Bioventures Ltd
 Form 4
 September 14, 2018

FORM 4

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

OMB APPROVAL

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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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 09/12/2018

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

C/O NOVARTIS
 INTERNATIONAL
 AG, LICHTSTRASSE 35

(Street)

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

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

BASEL, V8 CH-4056

(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 Ownership (Instr. 4) |
|----------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, par value \$0.0001 | 09/12/2018 | | J ⁽¹⁾ | | 2,069,993 | A | Ⓛ |
| | | | | | 8,345,145 | 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)

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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) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------------|----------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount Number Shares |
| Warrants | \$ 2.67 | 09/12/2018 | | J ⁽¹⁾ | 465,086 | 08/21/2017 | 08/21/2022 | Common Stock, par value \$0.0001 | 465,086 |

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 | 09/14/2018 |
| _____ **Signature of Reporting Person | Date |
| /s/ Stephan Sandmeier, Authorized Signatory of Novartis Bioventures Ltd | 09/14/2018 |
| _____ **Signature of Reporting Person | Date |
| /s/ Bart Dzikowski, Authorized Signatory of Novartis AG | 09/14/2018 |
| _____ **Signature of Reporting Person | Date |
| /s/ Stephan Sandmeier, Authorized Signatory of Novartis AG | 09/14/2018 |
| _____ **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)

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Pursuant to the terms of the Exchange Agreement between the Issuer and the Reporting Persons dated July 11, 2018, the remaining warrants to purchase the Issuer's common stock (the "Warrants") were exchanged for shares of the Issuer's common stock, par value \$0.0001 per share.

- (2) The board of directors of Novartis Bioventures Ltd has sole voting and investment control and power over such securities. None of the 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.

- (3) Warrants to purchase shares of the Issuer's Common Stock were acquired in connection with the acquisition of the Preferred Stock and reported on this Form 4. The Warrants held by Novartis may not be exercised if such exercise would cause Novartis to hold more than 19.99% of the Issuer's Common Stock, regardless of receipt by the Issuer of the Requisite Stockholder Approval.

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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