

Seres Therapeutics, Inc.
Form 3
June 25, 2015

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104
Expires: January 31,
2005
Estimated average
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response... 0.5

INITIAL STATEMENT OF 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 *

Â Nestle Health Science US
Holdings, Inc.

(Last) (First) (Middle)

C/O NESTLE USA, INC.,Â 383
MAIN AVE., 5TH FLOOR

(Street)

NORWALK,Â CTÂ 06851

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)
06/25/2015

3. Issuer Name **and** Ticker or Trading Symbol
Seres Therapeutics, Inc. [MCRB]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____X__ 10% Owner
____ Officer ____ Other
(give title below) (specify below)

5. 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

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

1,944,444

I

See Footnote ⁽¹⁾

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

SEC 1473 (7-02)

**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.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Series D Convertible Preferred Stock	Â (2)	Â (2)	Common Stock	3,611,111	\$ (2)	I	See Footnote (1)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nestle Health Science US Holdings, Inc. C/O NESTLE USA, INC. 383 MAIN AVE., 5TH FLOOR NORWALK,Â CTÂ 06851	Â	Â X	Â	Â
NESTLE SA AVE NESTLE 55, CH-1800 VEVEY,Â V8Â	Â	Â X	Â	Â
NIMCO US, Inc. 383 MAIN AVE., 5TH FLOOR NORWALK,Â CTÂ 06851	Â	Â X	Â	Â

Signatures

NESTLE HEALTH SCIENCE US HOLDINGS, INC., By: /s/ James Pepin, Name: James Pepin, Title: President	06/25/2015
__Signature of Reporting Person	Date
NIMCO US, INC., By: /s/ Yun Au, Name: Yun Au, Title: Chief Legal Officer	06/25/2015
__Signature of Reporting Person	Date
NESTLE S.A., By: /s/ David P. Frick, Name: David P. Frick, Title: Secretary to the Board of Directors	06/25/2015
__Signature of Reporting Person	Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Held by Nestle Health Science US Holdings, Inc. Nestle Health Science US Holdings, Inc. is a wholly owned subsidiary of NIMCO US, Inc., which is a wholly owned subsidiary of Nestle S.A., a publically traded company. Each of these entities may be deemed to share voting and investment power with respect to all shares held by Nestle Health Science US Holdings, Inc. Each of the filing persons disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein.
- Each class of Series D Convertible Preferred Stock is convertible into Common Stock on a one-for-one basis and has no expiration date.
- (2) Each share of Series D Convertible Preferred Stock will convert into Common Stock upon the listing of the issuer's securities on The NASDAQ Global Select Market.

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.