# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**WASHINGTON, D.C. 20549** 

# **SCHEDULE 13G**

Under the Securities Exchange Act of 1934\*
(Amendment No. )

# NEXIMMUNE, INC.

(Name of Issuer)

Common stock, par value \$0.0001 per share (Title of Class of Securities)

65344D109 (CUSIP Number)

February 17, 2021 (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 the disclosures provided in a prior cover page.

The information required in 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 ("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).

1	NAMES OF REPORTING PERSONS				
	Invus Public Equities, L.P.				
2					
	(a) [	b) [			
3	SEC USE O	NLY			
4	CITIZENSE	IIP (	OR PLACE OF ORGANIZATION		
	Bermuda				
		5	SOLE VOTING POWER		
	I (DED OF		1,200,000		
	JMBER OF SHARES	6	SHARED VOTING POWER		
BEN	NEFICIALLY				
O.	WNED BY	7	0 SOLE DISPOSITIVE POWER		
EACH REPORTING		/	SOLE DISPOSITIVE POWER		
	PERSON		1,200,000		
	WITH	8	SHARED DISPOSITIVE POWER		
9	AGGREGA	ΓΕ Α	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,200,000				
10		ГНЕ	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
11	DEDCEME	) T	OF ACC DEDDECENTED DV AMOUNTE IN DOM/ (0)		
11	PEKCENI (	JF (	CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	5.3%				
12	TYPE OF R	EPC	ORTING PERSON (SEE INSTRUCTIONS)		
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1	NAMES OF REPORTING PERSONS				
	Invus Public Equities Advisors, LLC				
2					
	(a) [	b) ∟			
3	SEC USE O	NLY	7		
4	CITIZENSH	IIP C	DR PLACE OF ORGANIZATION		
	Delaware				
	Delaware	5	SOLE VOTING POWER		
	n (DED OF		1,200,000		
	JMBER OF SHARES	6	SHARED VOTING POWER		
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EACH REPORTING PERSON		7	SOLE DISPOSITIVE POWER		
			1,200,000		
	WITH	8	SHARED DISPOSITIVE POWER		
9	AGGREGA	ΓΕ Α	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,200,000				
10	CHECK IF	ГНЕ	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
11	PERCENT (	OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	5.3%				
12	TYPE OF R	EPC	ORTING PERSON (SEE INSTRUCTIONS)		
	00				

1	NAMES OF REPORTING PERSONS				
	Artal Treasury Limited				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
	(a) □ (	b) [			
3	SEC USE O	NLY			
4	CITIZENSE	IIP (	OR PLACE OF ORGANIZATION		
	Guernsey		<del>,</del>		
		5	SOLE VOTING POWER		
			4 200 000		
	JMBER OF	-	1,200,000		
	SHARES	6	SHARED VOTING POWER		
	NEFICIALLY WNED BY				
U	EACH	7	SOLE DISPOSITIVE POWER		
RI	EPORTING	/	SOLE DISPOSITIVE FOWER		
	PERSON		1,200,000		
	WITH	8	SHARED DISPOSITIVE POWER		
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9	AGGREGA	$\Gamma E P$	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
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10	CHECK IF	ınt	AGGREGATE AMOUNT IN KOW (3) EVCTODES CEKTAIN SHAKES (SEE INSTRUCTIONS)		
11	PERCENT (	OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	E 20/				
10	5.3%	EDC	ADTING DED CON (CEE INCEDITOTIONS)		
12	TYPE OF R	EPC	ORTING PERSON (SEE INSTRUCTIONS)		
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1	NAMES OF REPORTING PERSONS				
	Artal International S.C.A.				
2	2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (a) □ (b) □				
	(a) 🗆 (i	υ) L			
3	SEC USE O	NLY	7		
4	CITIZENSE	IIP (	DR PLACE OF ORGANIZATION		
	Luxembourg	<u> </u>			
		5	SOLE VOTING POWER		
NI	JMBER OF		1,200,000		
	SHARES	6	SHARED VOTING POWER		
	NEFICIALLY WNED BY		0		
EACH REPORTING PERSON		7	SOLE DISPOSITIVE POWER		
			1,200,000		
	WITH	8	SHARED DISPOSITIVE POWER		
			0		
9	AGGREGA	ΓE <i>P</i>	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,200,000				
10	CHECK IF	ГНЕ	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
11	PERCENT (	OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	5.3%				
12	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)				
	00				

1	NAMES OF REPORTING PERSONS				
	Artal International Management S.A.				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP				
	(a) □ (	b) [			
3	SEC USE O	NLY			
4	CITIZENSE	IIP (	OR PLACE OF ORGANIZATION		
	_				
	Luxembourg				
		5	SOLE VOTING POWER		
NU	JMBER OF		1,200,000		
	SHARES	6	SHARED VOTING POWER		
	NEFICIALLY				
OWNED BY					
EACH REPORTING		7	SOLE DISPOSITIVE POWER		
	PERSON		1,200,000		
	WITH	8	SHARED DISPOSITIVE POWER		
		0	SHARED DISPOSITIVE POWER		
9	ACCRECA	TF A	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
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	1,200,000				
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11	PERCENT (	OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	5.3%				
12	TYPE OF R	EPO	ORTING PERSON (SEE INSTRUCTIONS)		
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1	NAMES OF REPORTING PERSONS				
	Artal Group S.A.				
2	2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □ (b) □				
	(a) 🗆 (i	<i>u)</i> ∟			
3	SEC USE O	NLY	7		
4	CITIZENSE	IIP C	DR PLACE OF ORGANIZATION		
	Luxembourg	1			
		5	SOLE VOTING POWER		
NI	JMBER OF		1,200,000		
	SHARES	6	SHARED VOTING POWER		
	NEFICIALLY WNED BY		0		
EACH REPORTING PERSON		7	SOLE DISPOSITIVE POWER		
			1,200,000		
	WITH	8	SHARED DISPOSITIVE POWER		
			0		
9	AGGREGA	ΓΕ Α	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,200,000				
10	CHECK IF	ГНЕ	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
11	PERCENT (	OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	5.3%				
12	TYPE OF R	EPC	ORTING PERSON (SEE INSTRUCTIONS)		
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1	NAMES OF REPORTING PERSONS				
	Westend S.A.				
2	2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP  (a) □ (b) □				
	(a) 🗆 (i	<i>u)</i> ∟			
3	SEC USE O	NLY	Ţ		
4	CITIZENSE	IIP C	DR PLACE OF ORGANIZATION		
	Luxembourg	1			
		5	SOLE VOTING POWER		
NI	JMBER OF		1,200,000		
	SHARES	6	SHARED VOTING POWER		
BENEFICIALLY OWNED BY EACH REPORTING PERSON		•	0		
		7	SOLE DISPOSITIVE POWER		
			1,200,000		
WITH		8	SHARED DISPOSITIVE POWER		
			0		
9	AGGREGA	ΓΕ Α	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,200,000				
10	CHECK IF	ГНЕ	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
11	PERCENT (	OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	5.3%				
12	TYPE OF R	EPC	ORTING PERSON (SEE INSTRUCTIONS)		
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1	NAMES OF REPORTING PERSONS				
	Stichting Administratiekantoor Westend				
2					
	(a) [	b) [			
3	SEC USE O	NLY	7		
4	CITIZENSE	IID (	OR PLACE OF ORGANIZATION		
4	CITIZENSI	111	OKTEAGE OF OKGANIZATION		
	The Netherla	ands			
		5	SOLE VOTING POWER		
NI	JMBER OF		1,200,000		
	SHARES	6	SHARED VOTING POWER		
	NEFICIALLY WNED BY				
D.	EACH	7	SOLE DISPOSITIVE POWER		
	EPORTING PERSON		1,200,000		
	WITH	8	SHARED DISPOSITIVE POWER		
			0		
9	AGGREGA	ΓΕ Α	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,200,000				
10		ГНЕ	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
11	DEDCENT	)E C	CLASS REPRESENTED BY AMOUNT IN ROW (9)		
11	FERCENT	JF C	LLASS REFRESENTED DI AMOUNT IN ROW (9)		
	5.3%				
12	TYPE OF R	EPC	ORTING PERSON (SEE INSTRUCTIONS)		
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1	NAMES OF REPORTING PERSONS				
	Mr. Amaury Wittouck				
2					
	(a) 🗆 (1	b) [			
3	SEC USE O	NLY	7		
4	CITIZENSE	IIP C	DR PLACE OF ORGANIZATION		
	Belgium				
	Deigium	5	SOLE VOTING POWER		
	IN (DED, OF		1,200,000		
	JMBER OF SHARES	6	SHARED VOTING POWER		
	NEFICIALLY WNED BY				
	EACH	7	SOLE DISPOSITIVE POWER		
	EPORTING PERSON		1,200,000		
	WITH	8	SHARED DISPOSITIVE POWER		
			0		
9	AGGREGA	ΓΕ Α	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON		
	1,200,000				
10	CHECK IF	ГНЕ	AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)		
11	PERCENT (	OF C	CLASS REPRESENTED BY AMOUNT IN ROW (9)		
	5.3%				
12	TYPE OF R	EPC	ORTING PERSON (SEE INSTRUCTIONS)		
	IN				

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

NexImmune, Inc. (the "Issuer")

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

9119 Gaither Road, Gaithersburg, Maryland 20877

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

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

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

(i) Invus Public Equities, L.P. ("Invus Public Equities") 750 Lexington Avenue, 30th Floor, New York, NY 10022

Citizenship: Bermuda limited partnership

(ii) Invus Public Equities Advisors, LLC ("Invus PE Advisors")

750 Lexington Avenue, 30th Floor, New York, NY 10022

Citizenship: Delaware limited liability company

(iii) Artal Treasury Limited ("Artal Treasury")

Suite 4, Borough House, rue du Pré, St. Peter Port, Guernsey GY1 3JJ

Citizenship: Guernsey company

(iv) Artal International S.C.A. ("Artal International")

Valley Park, 44, Rue de la Vallée, L-2661, Luxembourg

Citizenship: Luxembourg limited partnership

(v) Artal International Management S.A. ("Artal International Management")

Valley Park, 44, Rue de la Vallée, L-2661, Luxembourg

Citizenship: Luxembourg société anonyme

(vi) Artal Group S.A. ("Artal Group")

Valley Park, 44, Rue de la Vallée, L-2661, Luxembourg

Citizenship: Luxembourg société anonyme

(vii) Westend S.A. ("Westend")

Valley Park, 44, Rue de la Vallée, L-2661, Luxembourg

Citizenship: Luxembourg société anonyme

(viii) Stichting Administratiekantoor Westend (the "Stichting")

Claude Debussylaan, 46, 1082 MD Amsterdam, The Netherlands

Citizenship: Netherlands foundation

(ix) Mr. Amaury Wittouck

Valley Park, 44, Rue de la Vallée, L-2661, Luxembourg

Citizenship: Belgium

The foregoing persons are hereinafter sometimes collectively referred to as the "Reporting Persons."

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

Common stock, par value \$0.0001 per share (the "Shares")

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

65344D109

### Item 3. If This Statement Is Filed Pursuant to Sections 240.13d-1(b) or 240.13d-2(b) or (c), Check Whether the Person Filing Is a(n):

This Item 3 is not applicable.

#### Item 4. Ownership.

(a) Amount beneficially owned:

As of February 17, 2021, Invus Public Equities directly held 1,200,000 Shares. Invus PE Advisors, as the general partner of Invus Public Equities, controls Invus Public Equities and accordingly may be deemed to beneficially own the Shares held by Invus Public Equities. Artal Treasury, as the managing member of Invus PE Advisors, controls Invus PE Advisors, and accordingly may be deemed to beneficially own. Artal International, as its Geneva branch is the sole stockholder of Artal Treasury, may be deemed to beneficially own the Shares that Artal Treasury may be deemed to beneficially own. Artal International Management, as the managing partner of Artal International, controls Artal International and, accordingly, may be deemed to beneficially own. Artal Group, as the parent company of Artal International Management, controls Artal International Management and, accordingly, may be deemed to beneficially own. Westend, as the parent company of Artal Group, controls Artal Group and, accordingly, may be deemed to beneficially own the Shares that Artal Group may be deemed to beneficially own. The Stichting, as the majority stockholder of Westend, controls Westend and, accordingly, may be deemed to beneficially own the Shares that Westend may be deemed to beneficially own. Mr. Wittouck, as the sole member of the board of the Stichting, controls the Stichting and, accordingly, may be deemed to beneficially own.

#### (b) Percent of class:

Each of the Reporting Persons may be deemed to be the beneficial owner of the percentage of Shares listed on such Reporting Person's cover page. Calculations of the percentage of Shares beneficially owned assume 22,521,525 shares outstanding as of the closing of the Issuer's initial public offering according to the Issuer's prospectus filed on Form 424B4 with the Securities and Exchange Commission on February 16, 2021.

(c) Number of shares as to which the person has:

Invus Public Equities, Invus PE Advisors, Artal Treasury, Artal International, Artal International Management, Artal Group, Westend, The Stichting and Mr. Wittouck:

(i) Sole power to vote or to direct the vote:

1,200,000

(ii) Shared power to vote or to direct the vote:

0

(iii) Sole power to dispose or to direct the disposition of:

1,200,000

(iv) Shared power to dispose or to direct the disposition of:

0

#### 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  $\Box$ .

#### Item 6. Ownership of More Than Five Percent on Behalf of Another Person.

This Item 6 is not applicable.

# Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the Parent Holding Company.

This Item 7 is not applicable.

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

This Item 8 is not applicable.

#### Item 9. Notice of Dissolution of Group.

This Item 9 is not applicable.

#### Item 10. Certification.

Each of the Reporting Persons hereby makes the following certification:

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.

#### **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.

# INVUS PUBLIC EQUITIES, L.P.

By: INVUS PUBLIC EQUITIES ADVISORS, LLC, its

general partner

By: /s/ Raymond Debbane

Name: Raymond Debbane

Title: President

#### INVUS PUBLIC EQUITIES ADVISORS, LLC

By: /s/ Raymond Debbane

Name: Raymond Debbane

Title: President

# ARTAL TREASURY LIMITED

By: /s/ Keith Le Poidevin

Name: Keith Le Poidevin

Title: Director

#### ARTAL INTERNATIONAL S.C.A.

By: ARTAL INTERNATIONAL MANAGEMENT

S.A., its managing partner

By: /s/ Anne Goffard

Name: Anne Goffard
Title: Managing Director

#### ARTAL INTERNATIONAL MANAGEMENT S.A.

By: /s/ Anne Goffard

Name: Anne Goffard
Title: Managing Director

# ARTAL GROUP S.A.

By: /s/ Anne Goffard

Name: Anne Goffard
Title: Authorized Person

# WESTEND S.A.

By: /s/ Anne Goffard
Name: Anne Goffard
Title: Managing Director

# STICHTING ADMINISTRATIEKANTOOR WESTEND

By: /s/ Amaury Wittouck

Name: Amaury Wittouck

Title: Sole Member of the Board

# MR. AMAURY WITTOUCK

By: /s/ Amaury Wittouck

Dated: March 31, 2021

# EXHIBIT INDEX

Exhibit <u>Number</u>

umber <u>Title</u>

1. Joint Filing Agreement

#### JOINT FILING AGREEMENT

The undersigned agree that the statement on Schedule 13G with respect to the Common stock, par value \$0.0001 per share, of NexImmune, Inc., dated as of March 31, 2021, is, and any amendments thereto signed by each of the undersigned shall be, filed on behalf of each of them pursuant to and in accordance with the provisions of Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended.

# INVUS PUBLIC EQUITIES, L.P.

By: INVUS PUBLIC EQUITIES ADVISORS, LLC, its

general partner

By: /s/ Raymond Debbane

Name: Raymond Debbane

Title: President

# INVUS PUBLIC EQUITIES ADVISORS, LLC

By: /s/ Raymond Debbane
Name: Raymond Debbane

Title: President

#### ARTAL TREASURY LIMITED

By: /s/ Keith Le Poidevin
Name: Keith Le Poidevin

Title: Director

# ARTAL INTERNATIONAL S.C.A.

By: ARTAL INTERNATIONAL MANAGEMENT

S.A., its managing partner

By: /s/ Anne Goffard
Name: Anne Goffard
Title: Managing Director

### ARTAL INTERNATIONAL MANAGEMENT S.A.

By: /s/ Anne Goffard

Name: Anne Goffard Title: Managing Director

# ARTAL GROUP S.A.

By: /s/ Anne Goffard

Name: Anne Goffard Title: Authorized Person

# WESTEND S.A.

By: /s/ Anne Goffard

Name: Anne Goffard
Title: Managing Director

#### **STICHTING**

# ADMINISTRATIEKANTOOR WESTEND

By: /s/ Amaury Wittouck

Name: Amaury Wittouck

Title: Sole Member of the Board

# MR. AMAURY WITTOUCK

By: /s/ Amaury Wittouck

Dated: March 31, 2021