SEC Form 3

FORM 3

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

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*
LYNCH TIMOTHY P

(Last) (First) (Middle)
70 SW CENTURY DR.
STE. 100

(Street)
BEND OR 97702

(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
08/19/2026

3. Issuer Name and Ticker or Trading Symbol
AEON Biopharma, Inc. [AEON]
Foreign Trading Symbol

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
Director
☑ 10% Owner
Officer (give title below)
Other (specify below)

5. If Amendment, Date of 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

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)
Class A Common Stock	5,350,000	D	

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 Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Pre-Funded Warrants	(1)	(1)	Class A Common Stock	1,000,000(2)	0.0001	D	
Warrants	07/15/2026	(3)	Class A Common Stock(4)	3,000,000(2)	0.3221	D	
Warrants	07/15/2026	(5)	Class A Common Stock(6)	3,000,000(2)	0.3704	D	

Explanation of Responses:

1. The pre-funded warrants are exercisable at any time and have no expiration date.
2. The reporting person (together with his affiliates) may not exercise any portion of these warrant to the extent that, after giving effect to such exercise, the reporting person would beneficially own more than 4.99% of the outstanding shares of Class A Common Stock immediately after exercise. The beneficial ownership limitation may be increased or decreased at the reporting person's election to a percentage not in excess of 19.99%, upon at least 61 days' prior written notice to us, subject to the terms of the warrants.
3. These warrants will expire on the earlier of (i) the second anniversary of the date of issuance and (ii) the 45th day following the Issuer's public announcement that it has received Type 2B meeting minutes from the FDA regarding certain matters.
4. At the option of the reporting person, each of these warrants may be exercised for either one share of Class A Common Stock or one pre-funded warrant to acquire Class A Common Stock.
5. These warrants will expire on the earlier of (i) the fifth anniversary of the date of issuance and (ii) 45 days following the Issuer's public announcement that the Issuer has initiated a Phase 3 clinical equivalence trial of ABP-450 as a biosimilar to BOTOX.
6. At the option of the reporting person, each of these warrants may be exercised for either one share of Class A Common Stock or one pre-funded warrant to acquire Class A Common Stock.

/s/ Timothy P. Lynch	08/21/2026
** Signature of Reporting Person	Date

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

* 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).

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

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 Number.