

Revance Therapeutics, Inc.
Form 3
February 05, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Browne L Daniel</p> <p>(Last) (First) (Middle)</p> <p>C/O REVANCE THERAPEUTICS, INC.,Â 7555 GATEWAY BOULEVARD</p> <p>(Street)</p> <p>NEWARK,Â CAÂ 94560</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>02/05/2014</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>Revance Therapeutics, Inc. [RVNC]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) CEO and President</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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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	53,333	D	Â

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

SEC 1473 (7-02)

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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 E-1 Convertible Preferred Stock	Â (1)	Â (2)	Common Stock	17,293 (3) (4)	\$ (1) (4)	D	Â
Series E-2 Convertible Preferred Stock	Â (1)	Â (2)	Common Stock	409 (3) (4)	\$ (1) (4)	I	See Footnote (5)
Stock Option (Right to Buy)	Â (6)	07/20/2020	Common Stock	36,666 (3)	\$ 2.55 (7)	D	Â
Stock Option (Right to Buy)	Â (8)	04/27/2018	Common Stock	20,000 (3)	\$ 2.55 (7)	D	Â
Stock Option (Right to Buy)	Â (9)	05/26/2023	Common Stock	298,749 (3)	\$ 8.7 (7)	D	Â
Stock Option (Right to Buy)	Â (10)	12/16/2023	Common Stock	99,583 (3)	\$ 9.15 (7)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Browne L Daniel C/O REVANCE THERAPEUTICS, INC. 7555 GATEWAY BOULEVARD NEWARK, CA 94560	Â X	Â	Â CEO and President	Â

Signatures

/s/ Gordon Ho,
Attorney-in-fact

02/05/2014

**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) Immediately convertible into shares of the Issuer's Common Stock.
- (2) These shares have no expiration date.
- (3) Reflect a 1-for-15 reverse split of the Issuer's issued and outstanding securities effective February 3, 2014.
- (4) Each share shall automatically convert into 1 share of the Issuer's Common Stock immediately prior to the closing of the Issuer's initial public offering.
- (5) These shares are held by the Dan and Brenda Browne Living Trust. Mr. Browne is a Trustee of the Dan and Brenda Browne Living Trust.
- (6) The Option is fully vested as of January 1, 2014.
- (7) Price reflects 1-for-15 reverse stock split
- (8) The option is fully vested as of April 28, 2012.

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- (9) The Option shares shall vest as follows: 1/48th of the total number of shares subject to the Option shall vest in 48 equal monthly installments over 4 years following May 27, 2013, subject to Reporting Person's Continuous Service (as defined in the Issuer's 2012 Equity Incentive Plan) as of such date.

- (10) The Option shares shall vest as follows: 1/48th of the total number of shares subject to the Option shall vest in 48 equal monthly installments over 4 years following December 17, 2013, subject to Reporting Person's Continuous Service (as defined in the Issuer's 2012 Equity Incentive Plan) as of such date.

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.