

Revance Therapeutics, Inc.  
Form 4  
February 11, 2014

**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 \*  
Glasheen James Walter

(Last) (First) (Middle)

C/O TECHNOLOGY PARTNERS, 100 SHORELINE HWY, BLDG B, STE 282

(Street)

MILL VALLEY, CA 94941

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

Revance Therapeutics, Inc. [RVNC]

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

02/11/2014

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

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 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 Beneficial Ownership (Instr. 4)
Common Stock	02/11/2014		C	16,703 <sup>(1)</sup>	A <u>(2)</u> 16,703	I	by Technology Partners Affiliates VII, L.P. <sup>(3)</sup>
Common Stock	02/11/2014		X	149 <sup>(4)</sup>	A <u>(4)</u> 16,852	I	by Technology Partners Affiliates VII, L.P. <sup>(3)</sup>
	02/11/2014		C		A <u>(2)</u> 622,648	I	

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Common Stock				622,648 <u>(5)</u>					by Technology Partners Fund VII, L.P. <u>(6)</u>
Common Stock	02/11/2014		C	34,427 <u>(7)</u>	A	<u>(7)</u>	657,075	I	by Technology Partners Fund VII, L.P. <u>(6)</u>
Common Stock	02/11/2014		X	52,087 <u>(4)</u>	A	<u>(4)</u>	709,162	I	by Technology Partners Fund VII, L.P. <u>(6)</u>

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

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(9-02)

**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)	Amount of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount of Shares
Series E-1 Convertible Preferred Stock	<u>(2)</u>	02/11/2014		C	5,231	<u>(2)</u>	<u>(2)</u>	Common Stock	5,231
Series E-1 Convertible Preferred Stock	<u>(2)</u>	02/11/2014		C	81,959	<u>(2)</u>	<u>(2)</u>	Common Stock	81,959
Series E-2 Convertible Preferred Stock	<u>(2)</u>	02/11/2014		C	4,125	<u>(2)</u>	<u>(2)</u>	Common Stock	4,125

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Series E-2 Convertible Preferred Stock	<u>(2)</u>	02/11/2014	C	73,275	<u>(2)</u>	<u>(2)</u>	Common Stock	73,275
Series E-3 Convertible Preferred Stock	<u>(2)</u>	02/11/2014	C	4,546	<u>(2)</u>	<u>(2)</u>	Common Stock	4,546
Series E-3 Convertible Preferred Stock	<u>(2)</u>	02/11/2014	C	74,665	<u>(2)</u>	<u>(2)</u>	Common Stock	74,665
Series E-4 Convertible Preferred Stock	<u>(2)</u>	02/11/2014	C	2,801	<u>(2)</u>	<u>(2)</u>	Common Stock	2,801
Series E-4 Convertible Preferred Stock	<u>(2)</u>	02/11/2014	C	303,563	<u>(2)</u>	<u>(2)</u>	Common Stock	303,563
Series E-5 Convertible Preferred Stock	<u>(2)</u>	02/11/2014	C	89,186	<u>(2)</u>	<u>(2)</u>	Common Stock	89,186
Convertible Promissory Notes	<u>(7)</u>	02/11/2014	C	34,427 <u>(7)</u>	<u>(7)</u>	<u>(7)</u>	Common Stock	34,427 <u>(7)</u>
Warrant to Purchase Common Stock	<u>(8)</u>	02/11/2014	X	149	<u>(8)</u>	<u>(8)</u>	Common Stock	149
Warrant to Purchase Common Stock	<u>(8)</u>	02/11/2014	X	52,087 <u>(9)</u>	<u>(8)</u>	<u>(8)</u>	Common Stock	52,087 <u>(9)</u>

