

Revance Therapeutics, Inc.  
Form 4  
September 19, 2014

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
**BYRNES ROBERT F**

2. Issuer Name and Ticker or Trading Symbol  
Revance Therapeutics, Inc. [RVNC]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

(Last) (First) (Middle)  
C/O REVANCE THERAPEUTICS,  
INC., 7555 GATEWAY  
BOULEVARD  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
09/17/2014

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

NEWARK, CA 94560

4. If Amendment, Date 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

(City) (State) (Zip)

**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. 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                    | (A) or (D)<br>Code V Amount Price                                 |   |  |                                   |
| Common Stock                    | 09/17/2014                           |  | M <sup>(1)</sup>   | V 2,666 A \$ 3.6  | 2,666   | D  |                                   |
| Common Stock                    | 09/17/2014                           |  | G <sup>(1)</sup>   | V 2,666 <sup>(2)</sup> D \$ 0 0                                   | 0   | D  |                                   |
| Common Stock                    | 09/17/2014                           |  | G <sup>(1)</sup>   | V 2,666 A \$ 0 2,666  | 2,666   | I  | By The Byrnes Family Trust        |

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

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.

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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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy)                | \$ 3.6   | 09/17/2014                           |  | M                              | 2,666   | <sup>(3)</sup> 10/25/2014                                | Common Stock  | 2,666                         |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| BYRNES ROBERT F<br>C/O REVANCE THERAPEUTICS, INC.<br>7555 GATEWAY BOULEVARD<br>NEWARK, CA 94560 |               | X         |         |       |

## Signatures

/s/ Gordon Ho, 09/19/2014  
Attorney-in-fact

\*\*Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, see Instruction 4(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) This transaction reflects an option exercise by the Reporting Person directly to The Byrnes Family Trust, of which the Reporting Person is the trustee.
- (2) Represents transfer of shares to the Reporting Person's Family Trust. The Reporting Person continues to beneficially own such shares through indirect ownership through The Byrnes Family Trust as reported in Table I.
- (3) The Option is fully vested as of October 26, 2008.

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

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