

Allouche Cyril
Form 3
June 22, 2018

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

OMB APPROVAL

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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 Allouche Cyril</p> <p>(Last) (First) (Middle)</p> <p>C/O REVANCE THERAPEUTICS, INC,Â 7555 GATEWAY BLVD</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>06/20/2018</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 type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Principal Financial Officer</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> |
|--|---|---|---|---|---|

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 | 2,250 ⁽¹⁾ | D | Â |
| Common Stock | 2,250 ⁽²⁾ | 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 | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|--|---|
| Employee Stock Option (Right to Buy) | Â (3) | 10/30/2026 | Common Stock | 9,688 | \$ 13.35 | D | Â |
| Employee Stock Option (Right to Buy) | Â (4) | 02/04/2028 | Common Stock | 5,500 | \$ 30 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Allouche Cyril C/O REVANCE THERAPEUTICS, INC 7555 GATEWAY BLVD NEWARK, CA 94560 | Â | Â | Â Principal Financial Officer | Â |

Signatures

/s/ Gordon Ho,
Attorney-in-Fact

06/22/2018

__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) The shares subject to the Restricted Stock award shall vest in four (4) equal annual installments beginning from November 15, 2016, subject to Mr. Allouche's Continuous Service (as defined in the Issuer's 2014 Equity Incentive Plan (the "Plan")) on each vesting date.
 - (2) The shares subject to the Restricted Stock award shall vest in three (3) equal annual installments beginning from March 15, 2018, subject to Mr. Allouche's Continuous Service (as defined in the Plan) on each vesting date.
 - (3) The shares subject to the Option shall vest over a period of four years commencing on October 31, 2016, with 25% vesting on the first anniversary of the vesting commencement date and 1/48th vesting every month thereafter over the remaining three years, subject to Reporting Person's Continuous Service (as defined in the Plan) as of such date.
 - (4) The shares subject to the Option 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 February 5, 2018, subject to Reporting Person's Continuous Service (as defined in the 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.