

vTv Therapeutics Inc.  
Form 4  
September 29, 2015

**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 \*  
**PERELMAN RONALD O**  
  
(Last) (First) (Middle)  
  
**C/O MACANDREWS & FORBES INCORPORATED, 35 EAST 62ND STREET**  
  
(Street)  
  
**NEW YORK, NY 10065**  
  
(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**vTv Therapeutics Inc. [VTVT]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**09/25/2015**

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

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

**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)				
				Code	V	Amount	(A) or (D)	Price			
Class A common stock	09/25/2015		P				A	\$ 6.4918 (1)	1,840,666	I	See footnote. (2)
Class A common stock	09/28/2015		P				A	\$ 5.7688 (3)	1,866,221	I	See footnote. (2)
Class A common stock	09/28/2015		P				A	\$ 6.539 (4)	1,870,666	I	See footnote. (2)

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

Director 10% Owner Officer Other

PERELMAN RONALD O  
C/O MACANDREWS & FORBES INCORPORATED  
35 EAST 62ND STREET  
NEW YORK, NY 10065

X

## Signatures

/s/ Barry F. Schwartz,  
attorney-in-fact

09/29/2015

\_\_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) The price reported in Column 4 is a weighted average price. These shares were acquired in multiple transactions at prices ranging from \$6.31 to \$6.61, inclusive. The reporting person undertakes to provide to vTv Therapeutics Inc. (the "Issuer"), any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares acquired at each separate price within the range set forth in footnotes 1, 3 and 4 to this Form 4.

(2) Mr. Ronald O. Perelman is the sole stockholder of MacAndrews & Forbes Incorporated ("M&F Inc."), which is the parent of MacAndrews & Forbes LLC ("M&F LLC"), which is the parent of MacAndrews & Forbes Group LLC ("M&F Group"), which holds the securities described above. Mr. Perelman, M&F Inc., M&F LLC and M&F Group may be deemed to be directors by deputation of the Issuer by virtue of their relationship with Steven M. Cohen, Paul M. Meister and Paul G. Savas, directors of the Issuer, and certain rights of vTv Therapeutics Holdings LLC, an indirect subsidiary of M&F Inc. ("Holdings"), pursuant to the Investor Rights Agreement, dated as of July 29, 2015, between the Issuer and Holdings.

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- (3) The price reported in Column 4 is a weighted average price. These shares were acquired in multiple transactions at prices ranging from \$5.32 to \$6.28, inclusive.
- (4) The price reported in Column 4 is a weighted average price. These shares were acquired in multiple transactions at prices ranging from \$6.43 to \$6.70, inclusive.

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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