

Edgar Filing: vTv Therapeutics Inc. - Form SC 13G/A

vTv Therapeutics Inc.
Form SC 13G/A
December 28, 2016

UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

SCHEDULE 13G
Under the Securities and Exchange Act of 1934
(Amendment No. 1)*

vTv Therapeutics Inc.

(Name of Issuer)

Class A common stock, par value \$0.01 per share

(Title of Class of Securities)

918385105

(CUSIP Number)

November 30, 2016

(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to
which this Schedule is filed:

Rule 13d-1 (b)
 Rule 13d-1 (c)
 Rule 13d-1 (d)

* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter the disclosures provided in a prior cover page.

The information required in the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act, but shall be subject to all other provisions of the Act (however, see the Notes.)

CUSIP NO. 918385105 13G

1 Name of Reporting Person
Piper Jaffray & Co.

2 Check the Appropriate Box if a Member of a Group (a) []
(b) []

3 SEC Use Only

4 Citizenship or Place of Organization

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Delaware

| | | |
|-----------------------------|---|--|
| Number of Shares | 5 | Sole Voting Power 181,910 Shares |
| Beneficially Owned By | 6 | Shared Voting Power 0 Shares |
| Each Reporting Person | 7 | Sole Dispositive Power 181,910 Shares |
| With | 8 | Shared Dispositive Power 0 Shares |

9 Aggregate Amount Beneficially Owned by Each Reporting Person
181,910 Shares

10 Check if the Aggregate Amount in Row (9) Excludes Certain
Shares []

11 Percent of Class Represented by Amount in Row (9)
1.9%

12 Type of Reporting Person
BD

CUSIP NO. 918385105 13G

1 Name of Reporting Person
Piper Jaffray Companies

2 Check the Appropriate Box if a Member of a Group (a) []
(b) []

3 SEC Use Only

4 Citizenship or Place of Organization
Delaware

Number of
5 Sole Voting Power

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| | |
|--------------|---|
| Shares | 0 |
| ----- | |
| Beneficially | |
| Owned By | 6 Shared Voting Power 181,910 |
| ----- | |
| Each | |
| Reporting | 7 Sole Dispositive Power 0 |
| ----- | |
| Person | |
| With | 8 Shared Dispositive Power 181,910 |
| ----- | |
| 9 | Aggregate Amount Beneficially Owned by Each Reporting Person 181,910 Shares |
| ----- | |
| 10 | Check if the Aggregate Amount in Row (9) Excludes Certain Shares [] |
| ----- | |
| 11 | Percent of Class Represented by Amount in Row (9) 1.9% |
| ----- | |
| 12 | Type of Reporting Person HC |
| ----- | |
| Item 1 | (a) Name of Issuer: vTv Therapeutics Inc. (b) Name of Issuer's Principal Executive Offices: 4170 Mendenhall Oaks Pkwy High Point, NC 27265 |
| Item 2 | (a) Person Filing: (i) Piper Jaffray & Co. (ii) Piper Jaffray Companies (b) Address: Piper Jaffray & Co. and Piper Jaffray Companies: 800 Nicollet Mall Suite 800 Minneapolis, MN 55402 (c) Citizenship: Piper Jaffray & Co. and Piper Jaffray Companies: Delaware (d) Title of Class of Securities: Class A common stock, par value \$0.01 per share (e) CUSIP Number: 918385105 |
| Item 3 | If this statement is filed pursuant to sections 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a: (i) Piper Jaffray & Co. is a broker or dealer registered under Section 15 of the Act (15 U.S.C. 78o); (ii) Piper Jaffray Companies is a parent holding company |

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or control person in accordance with section
240.13d-1(b) (1) (ii) (G)

Item 4 Ownership

- (a) Amount Beneficially Owned:
 - (i) Piper Jaffray & Co.: 181,910 Shares
 - (ii) Piper Jaffray Companies: 181,910 Shares
- (b) Percent of Class
 - (i) Piper Jaffray & Co.: 1.9%
 - (ii) Piper Jaffray Companies: 1.9%
- (c) Number of shares as to which reporting person has:
 - (1) Sole power to vote or direct vote:
 - (i) Piper Jaffray & Co.: 181,910
 - (ii) Piper Jaffray Companies: 0
 - (2) Shared power to vote or direct the vote:
 - (i) Piper Jaffray & Co.: 0
 - (ii) Piper Jaffray Companies: 181,910
 - (3) Sole power to dispose or to direct disposition of:
 - (i) Piper Jaffray & Co.: 181,910
 - (ii) Piper Jaffray Companies: 0
 - (4) Shared power to dispose or to direct the disposition of:
 - (i) Piper Jaffray & Co.: 0
 - (ii) Piper Jaffray Companies: 181,910

Item 5 Ownership of Five Percent or Less of a Class:
(X)

Item 6 Ownership of More than Five Percent on Behalf of Another
Person:

Item 7 Identification and Classification of the Subsidiary
Which Acquired the Security being Reported on by the
Parent Holding Company:

Not Applicable

Item 8 Identification and Classification if Members of
the Group:

Not Applicable

Item 9 Notice of Dissolution of Group:

Not Applicable

Item 10 Certification

By signing below I certify that, to the best of my knowledge and belief,
the securities referred to above were acquired and are held in the ordinary

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course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

In accordance with Rule 13d-4 of the Securities Exchange Act of 1934, each of the persons filing this statement expressly disclaim the beneficial ownership of the securities covered by this statement and the filing of this report shall not be construed as an admission by such persons that they are the beneficial owners of such securities.

SIGNATURE

The undersigned certify, after reasonable inquiry and to the best knowledge and belief of the undersigned, that the information set forth in this Statement is true, complete and correct. The undersigned agree to the filing of this single Statement on Schedule 13G.

Piper Jaffray & Co.

Date: December 28, 2016 By: /s/ Ann C. McCague
Name: Ann C. McCague
Title: Chief Compliance Officer

Piper Jaffray Companies

Date: December 28, 2016 By: /s/ Timothy L. Carter
Name: Timothy L. Carter
Title: Treasurer

Exhibit 1

Joint Filing Agreement

WHEREAS, in accordance with Rule 13d-1(k)(1) under the Securities and Exchange Act of 1934 (the Act), only one joint Statement and any amendments thereto need to be filed whenever one or more persons are required to file such a Statement or any amendments thereto pursuant to Section 13(d) of the Act with respect to the same securities, provided that said persons agree in writing that such Statement or amendments thereto is filed on behalf of each of them;

NOW, THEREFORE, the parties hereto agree as follows:
Piper Jaffray & Co. and Piper Jaffray Companies, do hereby agree, in accordance with Rule 13d-1(k)(1) under the Act, to file a Statement on Schedule 13G relating to their ownership of the Class A common stock, par value \$0.01 in the Issuer, and do hereby further agree that said Statement on Schedule 13G shall be filed on behalf of each of them.

Piper Jaffray & Co.

Date: December 28, 2016 By: /s/ Ann C. McCague
Name: Ann C. McCague

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Title: Chief Compliance Officer

Piper Jaffray Companies

Date: December 28, 2016

By: /s/ Timothy L. Carter

Name: Timothy L. Carter

Title: Treasurer