

REATA PHARMACEUTICALS INC  
Form SC 13G  
June 06, 2016

**SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

**SCHEDULE 13G**

**Under the Securities Exchange Act of 1934**

**REATA PHARMACEUTICALS, INC.**

(Name of Issuer)

**Class A Common Stock**

(Title of Class of Securities)

**75615P 10 3**

(CUSIP Number)

**May 25, 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)
-

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CUSIP No.: 75615P 10 3

|   |   |   |
|---|---|---|
| 1   | Names of Reporting Persons:<br>AbbVie Inc.  |   |
| 2   | Check the Appropriate Box if a Member of a Group (See Instructions)                   |   |
|   | (a)   | <input type="radio"/>                           |
|   | (b)   | <input type="radio"/>                           |
| 3   | SEC Use Only  |   |
| 4   | Citizenship or Place of Organization:<br>State of Delaware                            |   |
|   | 5   | Sole Voting Power:<br>1,640,473 shares (1)      |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 6   | Shared Voting Power:<br>0                       |
|   | 7   | Sole Dispositive Power:<br>1,640,473 shares (1) |
|   | 8   | Shared Dispositive Power:<br>0                  |
| 9   | Aggregate Amount Beneficially Owned by Each Reporting Person:<br>1,640,473 shares (1) |   |
| 10  | Check if the Aggregate Amount in Row (9) Excludes Certain Shares (See Instructions)   | <input type="radio"/>                           |
| 11  | Percent of Class Represented by Amount in Row 9:<br>17.93 (2)                         |   |
| 12  | Type of Reporting Person (See Instructions):<br>CO                                    |   |

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(1) As of June 2, 2016, consists of 135,232 shares of Class A Common Stock and 1,505,241 shares of Class B Common Stock. Each share of Class B Common Stock is convertible into one share of Class A Common Stock

(2) This percentage is calculated pursuant to Rule 13d-3(d)(i) under the Securities Exchange Act of 1934 (the Exchange Act ) based upon 7,643,401 shares of the Issuer's Class A Common Stock outstanding as of June 2, 2016.

**Item 1(a).** Name of Issuer:  
Reata Pharmaceuticals, Inc.  
Address of Issuer's Principal Executive Offices:  
2801 Gateway Drive; Suite 150

**Item 1(b).** Irving, TX 75063

**Item 2(a).** Name of Person Filing:  
AbbVie Inc.  
Address of Principal Business Office or, if none, Residence:  
1 North Waukegan Road

**Item 2(b).** North Chicago, Illinois 60064-6400

**Item 2(c).** Citizenship:  
Not applicable.

**Item 2(d).** Title of Class of Securities:  
Class A Common Stock

**Item 2(e).** CUSIP Number:  
75615P 10 3

- Item 3.** **If this statement is filed pursuant to §§240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:**
- (a)  Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
  - (b)  Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c);
  - (c)  Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c);
  - (d)  Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C. 80a-8);
  - (e)  An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);
  - (f)  An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);
  - (g)  A parent holding company or control person in accordance with §240.13d-1(b)(1)(ii)(G);
  - (h)  A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);
  - (i)  A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);
  - (j)  A non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J); and Group, in accordance with § 240.13d-1(b)(1)(ii)(K). If filing as a non-U.S. institution in accordance with
  - (k)  § 240.13d-1(b)(1)(ii)(J), please specify the type of institution: \_\_\_\_\_.

**Item 4. Ownership.**

|           |   |
|-----------|---|
|           | Amount beneficially owned:  |
| Item 4(a) | 1,640,473 shares (1)<br>Percent of class:   |
| Item 4(b) | 17.93 (2)<br>Number of shares as to which such person has:                            |
| Item 4(c) |   |
|           | (i) Sole power to vote or to direct the vote:   |
|           | 1,640,473 shares (1)<br>(ii) Shared power to vote or to direct the vote:              |
|           | 0<br>(iii) Sole power to dispose or to direct the disposition of:                     |
|           | 1,640,473 shares (1)<br>(iv) Shared power to dispose or to direct the disposition of: |
|           | 0   |

**Item 5. Ownership of Five Percent or Less of a Class.**

If this statement is being filed to report the fact that as of the date hereof the reporting person has ceased to be the beneficial owner of more than five percent of the class of securities, check the following .

**Item 6. Ownership of More than Five Percent on Behalf of Another Person.**  
All securities reported in this schedule are owned by the Reporting Person.

**Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company or Control Person.**  
Not applicable.

**Item 8. Identification and Classification of Members of the Group.**  
Not applicable.

**Item 9. Notice of Dissolution of Group.**  
Not applicable.

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(1) As of June 2, 2016, consists of 135,232 shares of Class A Common Stock and 1,505,241 shares of Class B Common Stock. Each share of Class B Common Stock is convertible into one share of Class A Common Stock

(2) This percentage is calculated pursuant to Rule 13d-3(d)(i) under the Exchange Act based upon 7,643,401 shares of the Issuer's Class A Common Stock outstanding as of June 2, 2016.

**Item 10. Certification.**  
Not applicable.

**SIGNATURES**

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: June 6, 2016

**ABBVIE INC.**

|        |   |
|--------|---|
| By:    | /s/ William J. Chase                              |
| Name:  | William J. Chase                                  |
| Title: | Executive Vice President, Chief Financial Officer |