## **UNITED STATES** SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## SCHEDULE 13D/A

**Under the Securities Exchange Act of 1934** (Amendment No. 16)\*

# vTv Therapeutics Inc.

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

(Title of Class of Securities)

#### 918385 105

(CUSIP Number)

Steven M. Cohen **Executive Vice President, Chief Administrative Officer and General Counsel** MacAndrews & Forbes Incorporated 35 East 62nd Street New York, NY 10065 212-572-8600

> (Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

### With copies to:

Lawrence G. Wee Paul, Weiss, Rifkind, Wharton & Garrison LLP 1285 Avenue of the Americas New York, NY 10019-6064 (212) 373-3000

## December 27, 2018

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of \$240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box.  $\square$ 

\*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 disclosures provided in a prior cover page.

The information required on 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 ("Exchange 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).

918385 105								
CUSIP No.	9183	885 105						
	NAME (	OF REP	ORTING PERSON					
1	MacAndrews & Forbes Incorporated							
2	СНЕСК	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) (b)						
3	SEC US	SEC USE ONLY						
4	SOURC OO	OO SOURCE OF FUNDS (SEE INSTRUCTIONS)						
5	СНЕСК	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)						
	CITIZE	CITIZENSHIP OR PLACE OF ORGANIZATION						
6	Delawar	Delaware						
		7	SOLE VOTING POWER 0					
NUMBER OF SHARI BENEFICIALLY OWNED BY EACH		8	SHARED VOTING POWER 41,994,072 (1)					
REPORTING PI		9	SOLE DISPOSITIVE POWER 0					
		10	SHARED DISPOSITIVE POWER 41,994,072 (1)					
4.4	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON							
11	41,994,072 (1)							
12	СНЕСК	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
. –	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)							
13	85.5% (2)							
14	TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)							
	СО							

**SCHEDULE 13D** 

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CUSIP No.

- ("Class A Common Stock"), of the Issuer, (ii) 23,084,267 shares of Class A Common Stock issuable upon exchange of 23,084,267 shares of Class B common stock, par value \$0.01 per share ("Class A Common Stock"), of the Issuer, (iii) 23,084,267 shares of Class A Common Stock issuable upon exchange of 23,084,267 shares of Class B common stock, par value \$0.01 per share ("Class B Common Stock"), of the Issuer and corresponding nonvoting common units ("vTv Units") of vTv Therapeutics LLC, (iii) 1,057,455 shares of Class A Common Stock issuable to MacAndrews & Forbes Group LLC ("M&F Group") upon exercise of Common Stock Purchase Warrants held by M&F Group (the "Warrants") and (iv) 4,619,565 shares of Class A Common Stock issuable to M&F Group at the option of M&F Group pursuant to a commitment letter, dated December 11, 2018 (the "Letter Agreement") that are beneficially owned by the "Reporting Persons" (as defined below). The Reporting Person disclaims any beneficial ownership of the shares of Class A Common Stock and Class B Common Stock, except to the extent of such Reporting Person's pecuniary interest therein. Includes 655,721 shares of Class B Common Stock and corresponding vTv Units that may be deemed to be directly beneficially owned by Mr. Ronald O. Perelman and 49,713 shares of Class B Common Stock and corresponding vTv Units that may be deemed to be directly beneficially owned by the Ronald O. Perelman Trust.
- (2) The calculation assumes that there is a total of 49,118,306 shares of Class A Common Stock outstanding, which is the sum of (i) 20,347,065 shares of Class A Common Stock outstanding, (ii) 23,094,221 shares of Class A Common Stock that are issuable in exchange for the 23,094,221 shares of Class B Common Stock and corresponding vTv Units outstanding, (iii) 1,057,455 shares of Class A Common Stock issuable to M&F Group upon exercise of the Warrants and (iv) 4,619,565 shares of Class A Common Stock issuable to M&F Group pursuant to the Letter Agreement, in each case, as of December 27, 2018.



CUSIP No. 918385 105			SCHEDULE 13D			
CUSIP No.	9183	885 105				
	NAME OF REPORTING PERSON					
1	MacAnd	rews &	Forbes LLC			
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)  (a) (b) (c)					
3	SEC USE ONLY					
4	SOURCE OF FUNDS (SEE INSTRUCTIONS) OO					
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)					
6	CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware					
		7	SOLE VOTING POWER 0			
NUMBER OF SHARE BENEFICIALLY		8	SHARED VOTING POWER 16,509,139 (1)			
OWNED BY E REPORTING P WITH		9	SOLE DISPOSITIVE POWER 0			
		10	SHARED DISPOSITIVE POWER 16,509,139 (1)			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 16,509,139 (1)					
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 33.6% (2)					

(1) The information set forth in Item 5 is incorporated by reference. Includes (i) 10,832,119 shares of Class A Common Stock, (ii) 1,057,455 shares of Class A Common Stock issuable to M&F Group upon exercise of the Warrants and (iii) 4,619,565 shares of Class A Common Stock issuable to M&F Group at the option of M&F Group pursuant to the Letter Agreement.

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

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The calculation assumes that there is a total of 49,118,306 shares of Class A Common Stock outstanding, which is the sum of (i) 20,347,065 shares of Class A Common Stock outstanding, (ii) 23,094,221 shares of Class A Common Stock that are issuable in exchange for the 23,094,221 shares of Class B Common Stock and corresponding vTv Units outstanding, (iii) 1,057,455 shares of Class A Common Stock issuable to M&F Group upon exercise of the Warrants and (iv) 4,619,565 shares of Class A Common Stock issuable to M&F Group pursuant to the Letter Agreement, in each case, as of December 27, 2018.

CUSIP No. 918385 105			SCHEDULE 13D				
CUSIP No.	9183	385 105					
	NAME OF REPORTING PERSON						
1	MacAnd	rews & I	Forbes Group LLC				
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)  (a)  (b)  (b)						
3	SEC USE ONLY						
_	SOURC	SOURCE OF FUNDS (SEE INSTRUCTIONS)					
4	00	00					
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)						
_	CITIZE	CITIZENSHIP OR PLACE OF ORGANIZATION					
6	Delaware						
	1	-	SOLE VOTING POWER				
		7	0				
			SHARED VOTING POWER				
NUMBER OF S BENEFICIA	LLY		16,509,139 (1)				
OWNED BY I			SOLE DISPOSITIVE POWER				
WITH			0				
			SHARED DISPOSITIVE POWER				
		10	16,509,139 (1)				
44	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON						
11	16,509,139 (1)						
4.0	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)						
12							
4.0	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)						
13	33.6% (2)						

(1) The information set forth in Item 5 is incorporated by reference. Includes (i) 10,832,119 shares of Class A Common Stock, (ii) 1,057,455 shares of Class A Common Stock issuable to M&F Group upon exercise of the Warrants and (iii) 4,619,565 shares of Class A Common Stock issuable to M&F Group at the option of M&F Group pursuant to the Letter Agreement.

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

14

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The calculation assumes that there is a total of 49,118,306 shares of Class A Common Stock outstanding, which is the sum of (i) 20,347,065 shares of Class A Common Stock outstanding, (ii) 23,094,221 shares of Class A Common Stock that are issuable in exchange for the 23,094,221 shares of Class B Common Stock and corresponding vTv Units outstanding, (iii) 1,057,455 shares of Class A Common Stock issuable to M&F Group upon exercise of the Warrants and (iv) 4,619,565 shares of Class A Common Stock issuable to M&F Group pursuant to the Letter Agreement, in each case, as of December 27, 2018.

CUSIP No. 918385 105			SCHEDULE 13D	Page 5 of 10		
CUSIP No.	91	18385 105				
1		AME OF REPORTING PERSON FV Holdings One LLC				
2	CHE	HECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)				
3	SEC I	SEC USE ONLY				
1	<b>SOUI</b> OO	OURCE OF FUNDS (SEE INSTRUCTIONS)				
5	CHE	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)				
6	CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware					
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH  9			SOLE VOTING POWER  0  SHARED VOTING POWER  24,779,499 (1)  SOLE DISPOSITIVE POWER  0  SHARED DISPOSITIVE POWER  24,779,499 (1)			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 24,779,499 (1)					
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					

(1) The information set forth in Item 5 is incorporated by reference. Includes 22,378,833 shares of Class B Common Stock and corresponding vTv Units, which are exchangeable for 22,378,833 shares of Class A Common Stock.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

**13** 

14

57.0% (2)

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(2) The calculation assumes that there is a total of 43,441,286 shares of Class A Common Stock outstanding, which is the sum of (i) 20,347,065 shares of Class A Common Stock outstanding and (ii) 23,094,221 shares of Class A Common Stock that are issuable in exchange for the 23,094,221 shares of Class B Common Stock and corresponding vTv Units outstanding, in each case, as of December 27, 2018.

CUSIP No. 918385 105			SCHEDULE 13D	Page 6 of 10		
CUSIP No.	9183	85 105				
1	NAME OF REPORTING PERSON  M&F TTP Holdings LLC					
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) $\Box$ (b) $\Box$					
3	SEC USE ONLY					
4	SOURCE OF FUNDS (SEE INSTRUCTIONS) OO					
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)					
6	CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware					
		7	SOLE VOTING POWER 0			
NUMBER OF SHARE BENEFICIALLY		8	SHARED VOTING POWER 22,378,833 (1)			
OWNED BY E REPORTING PI WITH			SOLE DISPOSITIVE POWER 0			
			SHARED DISPOSITIVE POWER 22,378,833 (1)			
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON					
11	22,378,833 (1)					
12	CHECK IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)					
	PERCEN	T OF C	CLASS REPRESENTED BY AMOUNT IN ROW (11)			

(1) The information set forth in Item 5 is incorporated by reference. Represents 22,378,833 shares of Class B Common Stock and corresponding vTv Units, which are exchangeable for 22,378,833 shares of Class A Common Stock.

**13** 

14

51.5% (2)

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TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

(2) The calculation assumes that there is a total of 43,441,286 shares of Class A Common Stock outstanding, which is the sum of (i) 20,347,065 shares of Class A Common Stock outstanding and (ii) 23,094,221 shares of Class A Common Stock that are issuable in exchange for the 23,094,221 shares of Class B Common Stock and corresponding vTv Units outstanding, in each case, as of December 27, 2018.

CUSIP No. 918385 105			SCHEDULE 13D	Page 7 of 10			
CUSIP No.	918	3385 105					
1		NAME OF REPORTING PERSON  M&F TTP Holdings Two LLC					
2	CHEC	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)  (a) (b) (c)					
3	SEC U	SEC USE ONLY					
4	SOUR(	SOURCE OF FUNDS (SEE INSTRUCTIONS) OO					
5	CHECK IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(D) OR 2(E)						
6		CITIZENSHIP OR PLACE OF ORGANIZATION  Delaware					
	1	7	SOLE VOTING POWER 0				
NUMBER OF SHARE BENEFICIALLY		8	SHARED VOTING POWER 22,378,833 (1)				
OWNED BY I REPORTING P WITH	ERSON	9	SOLE DISPOSITIVE POWER 0				
		10	SHARED DISPOSITIVE POWER 22,378,833 (1)				
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 22,378,833 (1)						
CHECK IF T			E AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS)				

(1) The information set forth in Item 5 is incorporated by reference. Represents 22,378,833 shares of Class B Common Stock and corresponding vTv Units, which are exchangeable for 22,378,833 shares of Class A Common Stock.

PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

TYPE OF REPORTING PERSON (SEE INSTRUCTIONS)

**12** 

**13** 

14

51.5% (2)

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(2) The calculation assumes that there is a total of 43,441,286 shares of Class A Common Stock outstanding, which is the sum of (i) 20,347,065 shares of Class A Common Stock outstanding and (ii) 23,094,221 shares of Class A Common Stock that are issuable in exchange for the 23,094,221 shares of Class B Common Stock and corresponding vTv Units outstanding, in each case, as of December 27, 2018.

CUSIP No. SCHEDULE 13D 918385 105

This Amendment No. 16 ("Amendment No. 16") amends and supplements the statement on Schedule 13D, dated August 14, 2015, as amended by Amendment No. 1 to the statement on Schedule 13D, dated August 28, 2015, as further amended by Amendment No. 2 to the statement on Schedule 13D, dated October 5, 2015, as further amended by Amendment No. 3 to the statement on Schedule 13D, dated April 6, 2016, as further amended by Amendment No. 4 to the statement on Schedule 13D, dated August 15, 2017, as further amended by Amendment No. 5 to the statement on Schedule 13D, dated December 7, 2017, as further amended by Amendment No. 6 to the statement on Schedule 13D, dated May 29, 2018, as further amended by Amendment No. 7 to the statement on Schedule 13D, dated June 20, 2018, as further amended by Amendment No. 8 to the statement on Schedule 13D, dated July 10, 2018, as further amended by Amendment No. 9 to the statement on Schedule 13D, dated August 1, 2018, as further amended by Amendment No. 10 to the statement on Schedule 13D, dated August 14, 2018, as further amended by Amendment No. 11 to the statement on Schedule 13D, dated September 10, 2018, as further amended by Amendment No. 12 to the statement on Schedule 13D, dated October 1, 2018, as further amended by Amendment No. 13 to the statement on Schedule 13D, dated November 6, 2018, as further amended by Amendment No. 14 to the statement on Schedule 13D, dated November 29, 2018, and as further amended by Amendment No. 15 to the statement on Schedule 13D, dated December 12, 2018 (as so amended, the "Schedule 13D"), and is being filed with the Securities and Exchange Commission by MacAndrews & Forbes Incorporated, a Delaware corporation ("MacAndrews & Forbes"), MacAndrews & Forbes LLC, a Delaware limited liability company ("M&F LLC"), MacAndrews & Forbes Group LLC, a Delaware limited liability company ("M&F Group"), MFV Holdings One LLC, a Delaware limited liability company ("MFV"), M&F TTP Holdings LLC, a Delaware limited liability company ("M8F") TTP"), and M&F TTP Holdings Two LLC, a Delaware limited liability company ("M&F TTP Two") (each of the foregoing, a "Reporting Person," and collectively, the "Reporting Persons"), relating to the shares of the Class A common stock, par value \$0.01 per share ("Class A Common Stock"), of vTv

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#### Item 3. Source and Amount of Funds or Other Consideration.

Therapeutics Inc., a Delaware corporation (the "Issuer").

The information contained in Item 3 of the Schedule 13D is hereby amended and supplemented by adding the information below.

On December 27, 2018, M&F Group purchased 815,217 shares of Class A Common Stock from the Issuer pursuant to the terms of the previously disclosed letter agreement, dated as of December 11, 2018, between M&F Group and the Issuer. The funds used for the purchase of 815,217 shares of the Class A Common Stock were derived from general working capital. A total of \$1,500,000 in cash was paid to acquire such shares.

#### Item 5. Interest in Securities of the Issuer

The information contained in the first four paragraphs of Item 5 of the Schedule 13D is hereby amended and restated in its entirety as follows:

(a) MacAndrews & Forbes directly or indirectly controls M&F LLC, M&F Group, MFV, M&F TTP and M&F TTP Two. Including (i) the 23,084,267 shares of Class B Common Stock (which are exchangeable, together with a corresponding vTv Unit, for shares of Class A Common Stock on a one-to-one basis) outstanding, (ii) 1,057,455 shares of Class A Common Stock issuable to M&F Group upon exercise of the Warrants and (iii) 4,619,565 shares of Class A Common Stock issuable to M&F Group pursuant to the Letter Agreement, 41,994,072 shares of Class A Common Stock are beneficially owned by Mr. Perelman and MacAndrews & Forbes; 24,779,499 shares of Class A Common Stock are beneficially owned by MFV; 22,378,833 shares of Class A Common Stock are beneficially owned by M&F TTP and M&F TTP Two; and 16,509,139 shares of Class A Common Stock are beneficially owned by M&F LLC and M&F Group. Each of the Reporting Persons disclaim any beneficial ownership of the shares of Class A Common Stock and Class B Common Stock, except to the extent of such Reporting Person's pecuniary interest therein.

Ronald O. Perelman, Director, Chairman and Chief Executive Officer of MacAndrews & Forbes, may be deemed to beneficially own all the shares of Class A Common Stock and Class B Common Stock beneficially owned by MacAndrews & Forbes, M&F LLC, M&F Group, MFV, M&F TTP and M&F TTP Two. The number of shares reported as beneficially owned by MacAndrews & Forbes includes 655,721 shares of Class B Common Stock and corresponding vTv Units that may be deemed to be directly beneficially owned by Mr. Perelman and 49,713 shares of Class B Common Stock and corresponding vTv Units that may be deemed to be directly beneficially owned by the Ronald O. Perelman Trust. Mr. Perelman disclaims any beneficial ownership of the shares of Class A Common Stock and Class B Common Stock, except to the extent of his pecuniary interest therein.

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The total Class A Common Stock beneficial ownership of (i) Mr. Perelman and MacAndrews & Forbes represents approximately 85.5% of the Class A Common Stock, (ii) MFV represents approximately 57.0% of the Class A Common Stock, (iii) M&F TTP and M&F TTP Two represents approximately 51.5% of the Class A Common Stock and (iv) M&F LLC and M&F Group represents approximately 33.6% of the Class A Common Stock (assuming, in the case of MFV, M&F TTP and M&F TTP Two, that there is a total of 43,441,286 shares of Class A Common Stock outstanding, which is the sum of (i) 20,347,065 shares of Class A Common Stock outstanding and (ii) 23,094,221 shares of Class A Common Stock that are issuable in exchange for the 23,094,221 shares of Class B Common Stock and corresponding vTv Units outstanding, in each case, as of December 27, 2018, and, in the case of the beneficial ownership of Mr. Perelman, MacAndrews & Forbes, M&F LLC and M&F Group, that there is a total of 49,118,306 shares of Class A Common Stock outstanding, which is the sum of (i) 20,347,065 shares of Class A Common Stock outstanding, (ii) 23,094,221 shares of Class A Common Stock that are issuable in exchange for the 23,094,221 shares of Class B Common Stock and corresponding vTv Units outstanding, (iii) 1,057,455 shares of Class A Common Stock issuable to M&F Group upon exercise of the Warrants and (iv) 4,619,565 shares of Class A Common Stock issuable to M&F Group pursuant to the Letter Agreement, in each case, as of December 27, 2018).

The responses of each Reporting Person to Items 7 through 11 of the cover pages of this Schedule 13D relating to beneficial ownership of the shares of Class A Common Stock are incorporated herein by reference.

(c) Except for the transactions described herein, there have been no other transactions in the securities of the Issuer effected by the Reporting Persons since the filing of Amendment No. 15 to this Schedule 13D.

### Item 6. Contracts, Arrangements, Understandings or Relationships with Respect to Securities of the Issuer

The information contained in Item 6 of the Schedule 13D is hereby amended and supplemented by adding the information below.

#### Joint Filing Agreement

Pursuant to Rule 13d-1(k) promulgated under the Exchange Act, the Reporting Persons have entered into an agreement on December 27, 2018 with respect to the joint filing of this Schedule 13D and any amendment or amendments thereto (the "Joint Filing Agreement"). The Joint Filing Agreement is attached hereto as Exhibit 1 and incorporated herein by reference.

#### Item 7. Material to be Filed as Exhibits

Exhibit 1: Joint Filing Agreement, dated December 27, 2018, between MacAndrews & Forbes Incorporated, MacAndrews & Forbes LLC, MacAndrews & Forbes Group LLC, MFV Holdings One LLC, M&F TTP Holdings LLC and M&F TTP Holdings Two LLC.

## CUSIP No. 918385 105

#### **SCHEDULE 13D**

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#### **SIGNATURE**

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.

Date: December 27, 2018

## **MacAndrews & Forbes Incorporated**

By: /s/ Shiri Ben-Yishai

Name: Shiri Ben-Yishai

Title: Senior Vice President and Secretary

#### **MacAndrews & Forbes LLC**

By: /s/ Shiri Ben-Yishai

Name: Shiri Ben-Yishai

Title: Senior Vice President and Secretary

## **MacAndrews & Forbes Group LLC**

By: /s/ Shiri Ben-Yishai

Name: Shiri Ben-Yishai

Title: Senior Vice President and Secretary

## **MFV Holdings One LLC**

By: /s/ Shiri Ben-Yishai

Name: Shiri Ben-Yishai

Title: Senior Vice President and Secretary

## **M&F TTP Holdings LLC**

By: /s/ Shiri Ben-Yishai

Name: Shiri Ben-Yishai

Title: Senior Vice President and Secretary

## M&F TTP Holdings Two LLC

By: /s/ Shiri Ben-Yishai

Name: Shiri Ben-Yishai

Title: Senior Vice President and Secretary

#### JOINT FILING AGREEMENT

In accordance with Rule 13d-1(k) under the Securities Exchange Act of 1934, as amended, the persons named below agree to the joint filing on behalf of each of them of a statement on Schedule 13D and any amendments thereto relating to shares of the Class A common stock, par value \$0.01 per share (the "Class A Common Stock"), of vTv Therapeutics Inc., a company incorporated under the laws of Delaware. This Joint Filing Agreement shall be included as an Exhibit to such joint filing, and may be executed in any number of counterparts all of which together shall constitute one and the same instrument.

In evidence thereof, each of the undersigned, being duly authorized, hereby execute this Joint Filing Agreement.

Date: December 27, 2018

#### **MacAndrews & Forbes Incorporated**

By: /s/ Shiri Ben-Yishai

Name: Shiri Ben-Yishai

Title: Senior Vice President and Secretary

#### **MacAndrews & Forbes LLC**

By: /s/ Shiri Ben-Yishai

Name: Shiri Ben-Yishai

Title: Senior Vice President and Secretary

## **MacAndrews & Forbes Group LLC**

By: /s/ Shiri Ben-Yishai

Name: Shiri Ben-Yishai

Title: Senior Vice President and Secretary

## **MFV Holdings One LLC**

By: /s/ Shiri Ben-Yishai

Name: Shiri Ben-Yishai

Title: Senior Vice President and Secretary

## **M&F TTP Holdings LLC**

By: /s/ Shiri Ben-Yishai

Name: Shiri Ben-Yishai

Title: Senior Vice President and Secretary

## M&F TTP Holdings Two LLC

By: /s/ Shiri Ben-Yishai

Name: Shiri Ben-Yishai

Title: Senior Vice President and Secretary