

LEXICON PHARMACEUTICALS, INC./DE

Form 4

November 26, 2014

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Artal International S.C.A.

2. Issuer Name **and** Ticker or Trading  
Symbol

LEXICON PHARMACEUTICALS,  
INC./DE [LXRX]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)

10-12 AVENUE PASTEUR

(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)

11/26/2014

☒ 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

LUXEMBOURG, N4 L-2310

(City) (State) (Zip)

**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			
Common Stock	11/26/2014		P		149,253,731	A \$ 1.005	149,253,731	I	See Footnotes (1) (4) (5)
Common Stock							247,818,843	I	See Footnotes (2) (4) (5)
Common Stock							5,553,292	I	See Footnotes (3) (4) (5)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				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
Artal International S.C.A. 10-12 AVENUE PASTEUR LUXEMBOURG, N4 L-2310	X	X		
Minne Pascal PLACE STE. GUDULE, 19 BRUXELLES, C9 B-1000	X	X		
Invus, L.P. CLARENDON HOUSE, 2 CHURCH STREET HAMILTON HM II, D0	X	X		
Invus Public Equities, L.P. CLARENDON HOUSE, 2 CHURCH STREET HAMILTON HM II, D0	X	X		
Artal International Management S.A. 10-12 AVENUE PASTEUR LUXEMBOURG, N4 L-2310	X	X		
Artal Group S.A. 10-12 AVENUE PASTEUR LUXEMBOURG, N4 L-2310	X	X		
	X	X		

Westend S.A.

10-12 AVENUE PASTEUR  
LUXEMBOURG, N4 L-2310

Stichting Administratiekantoor Westend  
DE BOELELAAN 7,  
AMSTERDAM, P7 NL-1083 HJ

X X

Invus Advisors, L.L.C.

750 LEXINGTON AVENUE, 30TH FLOOR  
NEW YORK, NY 10022

X X

Invus Public Equities Advisors, LLC

750 LEXINGTON AVENUE, 30TH FLOOR  
NEW YORK, NY 10022

X X

## Signatures

ARTAL INTERNATIONAL S.C.A., By: ARTAL INTERNATIONAL MANAGEMENT S.A., its managing partner, By: /s/ Anne Goffard, Name: Anne Goffard, Title: Managing Director

11/26/2014

\_\_Signature of Reporting Person

Date

INVUS, L.P., By: INVUS ADVISORS, L.L.C., its general partner, By: /s/ Raymond Debbane, Name: Raymond Debbane, Title: President

11/26/2014

\_\_Signature of Reporting Person

Date

INVUS PUBLIC EQUITIES, L.P., By: INVUS PUBLIC EQUITIES ADVISORS, LLC., its general partner, By: /s/ Raymond Debbane, Name: Raymond Debbane, Title: President

11/26/2014

\_\_Signature of Reporting Person

Date

INVUS ADVISORS, L.L.C., By: /s/ Raymond Debbane, Name: Raymond Debbane, Title: President

11/26/2014

\_\_Signature of Reporting Person

Date

INVUS PUBLIC EQUITIES ADVISORS, LLC, By: /s/ Raymond Debbane, Name: Raymond Debbane, Title: President

11/26/2014

\_\_Signature of Reporting Person

Date

ARTAL INTERNATIONAL MANAGEMENT S.A., By: /s/ Anne Goffard, Name: Anne Goffard, Title: Managing Director

11/26/2014

\_\_Signature of Reporting Person

Date

ARTAL GROUP S.A., By: /s/ Anne Goffard, Name: Anne Goffard, Title: Authorized Person

11/26/2014

\_\_Signature of Reporting Person

Date

WESTEND S.A., By: /s/ Pascal Minne, Name: Pascal Minne, Title: Director

11/26/2014

\_\_Signature of Reporting Person

Date

STICHTING ADMINISTRATIEKANTOOR WESTEND, By: /s/ Pascal Minne, Name: Pascal Minne, Title: Sole Member of the Board

11/26/2014

\_\_Signature of Reporting Person

Date

PASCAL MINNE, /s/ Pascal Minne

11/26/2014

\_\_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) These securities are directly held by Artal International S.C.A.

(2) These securities are directly held by Invus, L.P.

(3) These securities are directly held by Invus Public Equities, L.P.

Invus Advisors, L.L.C. is the general partner of Invus, L.P., and Invus Public Equities Advisors, LLC is the general partner of Invus Public Equities, L.P. Artal International S.C.A. is the managing member of each of Invus Advisors, L.L.C. and Invus Public Equities Advisors, LLC. The managing partner of Artal International S.C.A. is Artal International Management S.A., both of which are wholly owned subsidiaries of Artal Group S.A., which is a wholly owned subsidiary of Westend S.A., which is a wholly owned subsidiary of Stichting Administratiekantoor Westend (the "Stichting"). Mr. Pascal Minne is the sole member of the board of the Stichting.

(5) Each of the Reporting Persons (other than to the extent it directly holds securities reported herein) disclaims beneficial ownership of the securities held by the other Reporting Persons, except to the extent of such Reporting Person's pecuniary interest therein, and, pursuant to Rule 16a-1(a)(4) under the Securities Exchange Act of 1934, as amended (the "Exchange Act"), each of the Reporting Persons (other than to the extent it directly holds securities reported herein) states that the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of all of the reported securities for purposes of Section 16 or for any other purpose.

**Remarks:**

Invus C.V. directly holds 29,782,609 shares of Issuer common stock. None of the Reporting Persons listed in Footnote 4 hereof

For purposes of Section 16 of the Exchange Act, the Reporting Persons may be deemed to be directors by deputization of the I

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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