

MYOVANT SCIENCES LTD.

Reported by
ROIVANT SCIENCES LTD.

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/22/19 for the Period Ending 11/20/19

Telephone 44 207-400-3351
CIK 0001679082
SIC Code 2834 - Pharmaceutical Preparations
Fiscal Year 03/31

FORM 4

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

OMB APPROVAL
OMB Number: 3235-0287
Estimated average burden
hours per response... 0.5

☐ 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 or
Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
Roivant Sciences Ltd.		Myovant Sciences Ltd. [MYOV]		<input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Last) (First) (Middle)		3. Date of Earliest Transaction (MM/DD/YYYY)			
SUITE 1, 3RD FLOOR, 11-12 ST. JAMES'S SQUARE		11/20/2019			
(Street)		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
LONDON, X0 SW1Y 4LB				<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City) (State) (Zip)					

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Shares, par value \$0.000017727 per share	11/20/2019		P		121,906 ⁽¹⁾	A	\$12.9 ⁽²⁾	40,887,505	D	
Common Shares, par value \$0.000017727 per share	11/21/2019		P		103,613 ⁽¹⁾	A	\$11.8 ⁽³⁾	40,991,118	D	
Common Shares, par value \$0.000017727 per share	11/21/2019		P		18,293 ⁽¹⁾	A	\$12.38 ⁽⁴⁾	41,009,411	D	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

- The transaction was a series of open market purchases made in accordance with the safe harbor of Rule 10b-18 under the Securities Exchange Act of 1934, as amended.
- The price reported in Column 4 is a weighted average price. These Common Shares were purchased in multiple transactions at prices ranging from \$12.48 to \$13.28, inclusive. The reporting person undertakes to provide to Myovant Sciences Ltd. ("Myovant"), any security holder of Myovant, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Shares purchased at each separate price within the range set forth in this footnote (2) to this Form 4
- The price reported in Column 4 is a weighted average price. These Common Shares were purchased in multiple transactions at prices ranging from \$11.31 to \$12.30, inclusive. The reporting person undertakes to provide to Myovant, any security holder of Myovant, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Shares purchased at each separate price within the range set forth in this footnote (3) to this Form 4
- The price reported in Column 4 is a weighted average price. These Common Shares were purchased in multiple transactions at prices ranging from \$12.31 to \$12.60, inclusive. The reporting person undertakes to provide to Myovant, any security holder of Myovant, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Shares purchased at each separate price within the range set forth in this footnote (4) to this Form 4.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Roivant Sciences Ltd. SUITE 1, 3RD FLOOR 11-12 ST. JAMES'S SQUARE LONDON, X0 SW1Y 4LB		X		

Signatures

/s/ Marianne Romeo Dinsmore, as Authorized Signatory

11/22/2019

—Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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.