EDGAR pro
by EDGAR Online

ROIVANT SCIENCES LTD.

Reported by

TORTI FRANK

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 11/12/26 for the Period Ending 11/10/26

Telephone	441-295-5950
CIK	0001635088
Symbol	ROIV
SIC Code	2834 - Pharmaceutical Preparations
Industry	Pharmaceuticals
Sector	Healthcare
Fiscal Year	03/31

Powered By EDGAR Online
https://www.edgar-online.com
© Copyright 2026, EDGAR Online LLC, a subsidiary of OTC Markets Group. All Rights Reserved.
Distribution and use of this document restricted under EDGAR Online LLC, a subsidiary of OTC Markets Group, Terms of Use.

FORM 4

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

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

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

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)
Torti Frank	**Roivant Sciences Ltd. [ROIV]**	____ Director ____ 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	__X__ Officer (give title below) ____ Other (specify below)
C/O ROIVANT SCIENCES LTD. 7TH FLOOR, 50 BROADWAY	**11/10/2026**	**President and Vant Chair**
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
LONDON SW1H 0DB		_X_ Form filed by One Reporting Person
(City) (State) (Zip/Postal Code)		___ Form filed by More than One Reporting Person
UNITED KINGDOM		
(Country)		

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	**11/10/2026**		**J**(1)(2)		**173,683** (1)(2)	**D**	**$40.43** (3)	**13,322,210**	**D**	
Common Shares	**11/10/2026**		**J**(1)(2)		**218,369** (1)(2)	**D**	**$41.13** (4)	**13,103,841**	**D**	
Common Shares	**11/11/2026**		**J**(1)(2)		**240,755** (1)(2)	**D**	**$41.63** (5)	**12,863,086**	**D**	
Common Shares	**11/11/2026**		**J**(1)(2)		**151,293** (1)(2)	**D**	**$42.01** (6)	**12,711,793**	**D**	
Common Shares	**11/12/2026**		**J**(1)(2)		**329,550** (1)(2)	**D**	**$40.36** (7)	**12,382,243**	**D**	
Common Shares	**11/12/2026**		**J**(1)(2)		**62,493** (1)(2)	**D**	**$41.13** (8)	**12,319,750**	**D**	
Common Shares	**11/12/2026**		**F**(2)(9)		**12,800** (9)	**D**	**$41.85** (9)	**12,306,950**	**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	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				

Explanation of Responses:

(1) Represents the sale of Common Shares pursuant to the Issuer's nondiscretionary "sell-to-cover" policy in order to satisfy applicable tax withholding obligations in connection with the vesting and settlement of a portion of the performance restricted stock units ("PSUs") granted to the reporting person on July 30, 2025 following the achievement of both the performance-based vesting conditions (the "Performance Condition") and service-based vesting conditions (the "Service Condition") applicable to such PSUs. Additional PSUs that have satisfied both the Performance Condition and the Service Condition will be settled in one or more future instalments in accordance with their terms.

(2) The remaining Common Shares issued on settlement of such PSUs (after satisfaction of tax withholding obligations) are subject to a two-year post-vesting holding period before such Common Shares may be sold, measured from the date the Service Condition of the PSUs is satisfied.

(3) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $39.88 to $40.88, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Shares sold at each separate price within the range.

(4) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $40.89 to $41.35, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Shares sold at each separate price within the range.

(5) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $40.87 to $41.86, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Shares sold at each separate price within the range.

(6) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $41.87 to $42.22, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Shares sold at each separate price within the range.

(7) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $39.96 to $40.95, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Shares sold at each separate price within the range.

(8) The price reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from $40.96 to $41.50, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of Common Shares sold at each separate price within the range.

(9) Represents the "net settlement" by the Issuer of PSUs pursuant to the Issuer's nondiscretionary policy in order to satisfy applicable tax withholding obligations in connection with the vesting and settlement of a portion of such PSUs following the achievement of both the Performance Condition and the Service Condition applicable to such PSUs.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Torti Frank **C/O ROIVANT SCIENCES LTD.** **7TH FLOOR, 50 BROADWAY** **LONDON** **SW1H 0DB** **UNITED KINGDOM**			**President and Vant Chair**	

Signatures

By: /s/ Sam Kaplan, as Attorney-in-Fact for Frank Torti — **11/12/2026**

**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.

* Form 4: SEC 1474 (03-26).