

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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*<br><u>Sumitomo Chemical Co., Ltd.</u><br><hr/> (Last) (First) (Middle)<br>27-1, SHINKAWA 2-CHOME<br><hr/> (Street)<br>CHUO-KU, M0 104-8260<br>TOKYO<br><hr/> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><u>Myovant Sciences Ltd. [ MYOV ]</u> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director <input checked="" type="checkbox"/> 10% Owner<br>Officer (give title below) Other (specify below) |
|  | 3. Date of Earliest Transaction (Month/Day/Year)<br>09/14/2021                       |  |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)   |  |  |

**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                    | 09/14/2021                           |  | P                              |   | 65,128 <sup>(1)</sup>   | A          | \$22.0372 <sup>(2)</sup> | 49,532,486  | I  | See Footnote <sup>(3)</sup>                           |
| Common Stock                    | 09/14/2021                           |  | P                              |   | 6,172 <sup>(1)</sup>  | A          | \$22.7555 <sup>(4)</sup> | 49,538,658  | I  | See Footnote <sup>(3)</sup>                           |
| Common Stock                    | 09/15/2021                           |  | P                              |   | 89,864 <sup>(5)</sup>   | A          | \$21.9831 <sup>(6)</sup> | 49,628,522  | I  | See Footnote <sup>(7)</sup>                           |

**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 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: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|--|-----|---|--|--|---|--|
|  |  |                                      |  | Code                           | V |  | (A)  | (D) |   |  |  |   |  |

1. Name and Address of Reporting Person\*  
Sumitomo Chemical Co., Ltd.  


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 (Last) (First) (Middle)  
 27-1, SHINKAWA 2-CHOME  


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 (Street)  
 CHUO-KU, M0 104-8260  
 TOKYO  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Dainippon Sumitomo Pharma Co Ltd  


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 (Last) (First) (Middle)  
 6-8 DOSHOMACHI 2-CHOME  


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 (Street)  
 CHUO-KU, M0 541-0045  
 OSAKA  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*

[Sumitovant Biopharma Ltd.](#)

(Last) (First) (Middle)

11-12 ST. JAMES'S SQUARE SUITE 1  
3RD FLOOR

(Street)

LONDON X0 SW1Y 4LB

(City) (State) (Zip)

**Explanation of Responses:**

1. This acquisition of a total of 71,300 ordinary shares on the open market is pursuant to a Rule 10b5-1 Stock Trading Plan entered into by the Reporting Person on May 14, 2021 (the "10b5-1 Trading Plan").
2. The transaction was executed in multiple trades ranging from \$21.55 to \$22.48 per share. The price reported above reflects the weighted average purchase price. The Reporting Person hereby undertakes to provide, upon request by the Commission Staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares and prices at which the transactions were effected.
3. Sumitovant Biopharma Ltd. ("Sumitovant") directly owns a total of 49,538,658 shares of Common Stock following the acquisition on September 14, 2021. Sumitovant is a wholly-owned subsidiary of Sumitomo Dainippon Pharma Co., Ltd. ("Sumitomo Dainippon"), which is a 51.76% owned subsidiary of Sumitomo Chemical Co., Ltd. ("Sumitomo Chemical"). Sumitomo Dainippon and Sumitomo Chemical may be deemed to indirectly beneficially own (as that term is defined in Rule 13d-3 under the Securities Exchange Act of 1934, as amended) the reported securities that Sumitovant owns. Each of Sumitomo Dainippon and Sumitomo Chemical disclaims beneficial ownership of such reported securities except to the extent of their pecuniary interest therein.
4. The transaction was executed in multiple trades ranging from \$22.64 to \$22.89 per share. The price reported above reflects the weighted average purchase price. The Reporting Person hereby undertakes to provide, upon request by the Commission Staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares and prices at which the transactions were effected.
5. This acquisition of a total of 89,864 ordinary shares on the open market is pursuant to the 10b5-1 Trading Plan.
6. The transaction was executed in multiple trades ranging from \$21.45 to \$22.39 per share. The price reported above reflects the weighted average purchase price. The Reporting Person hereby undertakes to provide, upon request by the Commission Staff, the Issuer or a security holder of the Issuer, full information regarding the number of shares and prices at which the transactions were effected.
7. Sumitovant directly owns 49,628,522 shares of Common Stock following the acquisition on September 15, 2021. Sumitovant is a wholly-owned subsidiary of Sumitomo Dainippon, which is a 51.76% owned subsidiary of Sumitomo Chemical. Sumitomo Dainippon and Sumitomo Chemical may be deemed to indirectly beneficially own (as that term is defined in Rule 13d-3 under the Securities Exchange Act of 1934, as amended) the reported securities that Sumitovant owns. Each of Sumitomo Dainippon and Sumitomo Chemical disclaims beneficial ownership of such reported securities except to the extent of their pecuniary interest therein.

**Remarks:**

[Sumitomo Chemical Co., Ltd.](#),  
[By: /s/ Swathi Padmanabhan](#), [09/16/2021](#)  
[as Attorney-in-Fact](#)  
[Sumitomo Dainippon Pharma](#)  
[Co., Ltd.](#), [By: Tsutomu](#)  
[Nakagawa, Senior Director](#), [09/16/2021](#)  
[Global Corporate Strategy, /s/](#)  
[Tsutomu Nakagawa](#)  
[Sumitovant Biopharma Ltd.](#),  
[By: /s/ Swathi Padmanabhan](#), [09/16/2021](#)  
[as Attorney-in-Fact](#)

\*\* 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.

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