
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

SCHEDULE 13D/A

**UNDER THE SECURITIES EXCHANGE ACT OF 1934
(AMENDMENT NO. 2)***

Myovant Sciences Ltd.

(Name of Issuer)

Common Shares, par value \$0.000017727 per share
(Title of Class of Securities)

G637AM102
(CUSIP Number)

Yumi Sato
Senior Director, Global Corporate Strategy
Sumitomo Dainippon Pharma Co., Ltd.
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Copies to:

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2-10-4 Toranomom, Minato-ku
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(Name, Address and Telephone Number of Person Authorized to Receive Notices and Communications)

March 24, 2020

(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.

NOTE: Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See Rule 13d-7 for other parties to whom copies are to be sent.

* 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 (the "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).

1	NAMES OF REPORTING PERSONS Sumitomo Chemical Co., Ltd.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS (See Instructions) OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Japan	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	7	SOLE VOTING POWER
	8	SHARED VOTING POWER 46,508,604
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER 46,508,604
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 46,508,604	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 51.80% (1)	
14	TYPE OF REPORTING PERSON CO	

(1) This calculation is based on 89,788,054 Common Shares, \$0.000017727 par value per share, of the Issuer (as defined below), issued and outstanding as of January 31, 2020, as disclosed by the Issuer on its quarterly report on Form 10-Q, as filed with the Securities and Exchange Commission on February 10, 2020.

1	NAMES OF REPORTING PERSONS Sumitomo Dainippon Pharma Co., Ltd.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS (See Instructions) WC(1)	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Japan	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	7	SOLE VOTING POWER
	8	SHARED VOTING POWER 46,508,604
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER 46,508,604
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 46,508,604	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 51.80% (2)	
14	TYPE OF REPORTING PERSON CO	

(1) Working capital from Sumitomo Dainippon Pharma Co., Ltd. was contributed to Sumitovant Biopharma Ltd. for purposes of acquiring additional shares.

(2) This calculation is based on 89,788,054 Common Shares, \$0.000017727 par value per share, of the Issuer (as defined below), issued and outstanding as of January 31, 2020, as disclosed by the Issuer on its quarterly report on Form 10-Q, as filed with the Securities and Exchange Commission on February 10, 2020.

1	NAMES OF REPORTING PERSONS Sumitovant Biopharma Ltd.	
2	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions) (a) <input type="checkbox"/> (b) <input type="checkbox"/>	
3	SEC USE ONLY	
4	SOURCE OF FUNDS (See Instructions) OO	
5	CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2(e) <input type="checkbox"/>	
6	CITIZENSHIP OR PLACE OF ORGANIZATION Bermuda	
NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH:	7	SOLE VOTING POWER
	8	SHARED VOTING POWER 46,508,604
	9	SOLE DISPOSITIVE POWER
	10	SHARED DISPOSITIVE POWER 46,508,604
11	AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON 46,508,604	
12	CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES <input type="checkbox"/>	
13	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11) 51.80% (1)	
14	TYPE OF REPORTING PERSON OO	

(1) This calculations is based on 89,788,054 Common Shares, \$0.000017727 par value per share, of the Issuer (as defined below), issued and outstanding as of January 31, 2020, as disclosed by the Issuer on its quarterly report on Form 10-Q, as filed with the Securities and Exchange Commission on February 10, 2020.

This Amendment No. 2 to Schedule 13D (this “Amendment No. 2”) relates to the Common Shares, par value \$0.000017727 per share (“Common Shares”), issued by Myovant Sciences Ltd. (the “Issuer”), and amends the Schedule 13D filed on January 3, 2020, as amended by Amendment No. 1 thereto filed on March 18, 2020 (the “Original Schedule 13D” and, together with this Amendment No. 2, the “Statement”). Capitalized terms used and not defined in this Amendment No. 2 have the meanings set forth in the Original Schedule 13D.

This Amendment No. 2 is being filed by Sumitomo Chemical Co., Ltd., a Japanese corporation (“Sumitomo Chemical”), Sumitomo Dainippon Pharma Co., Ltd., a Japanese corporation (“Sumitomo Dainippon”), and Sumitovant Biopharma Ltd. (formerly known as Vant Alliance Ltd.), a Bermuda exempted company limited by shares (“Sumitovant”) (collectively, the “Reporting Persons”).

This Amendment No. 2 is being filed to amend Item 3 and Item 5 of the Original Schedule 13D as follows:

Item 3. Source and Amount of Funds or Other Consideration

Item 3 of the Original Schedule 13D is hereby supplementally amended as follows:

On March 18, 2020, Sumitovant purchased 193,900 Common Shares of the Issuer in the open market at an average price of \$7.4004 per share for an aggregate purchase price of \$1,434,937, all of which was funded through a contribution of working capital from Sumitomo Dainippon to Sumitovant.

On March 19, 2020, Sumitovant purchased 193,900 Common Shares of the Issuer in the open market at an average price of \$7.6790 per share for an aggregate purchase price of \$1,488,958, all of which was funded through a contribution of working capital from Sumitomo Dainippon to Sumitovant.

On March 20, 2020, Sumitovant purchased 193,900 Common Shares of the Issuer in the open market at an average price of \$7.5952 per share for an aggregate purchase price of \$1,472,709, all of which was funded through a contribution of working capital from Sumitomo Dainippon to Sumitovant.

On March 23, 2020, Sumitovant purchased 211,200 Common Shares of the Issuer in the open market at an average price of \$7.6796 per share for an aggregate purchase price of \$1,621,931, all of which was funded through a contribution of working capital from Sumitomo Dainippon to Sumitovant.

On March 24, 2020, Sumitovant purchased 211,200 Common Shares of the Issuer in the open market at an average price of \$7.6731 per share for an aggregate purchase price of \$1,620,558, all of which was funded through a contribution of working capital from Sumitomo Dainippon to Sumitovant.

On March 25, 2020, Sumitovant purchased 108,100 Common Shares of the Issuer in the open market at an average price of \$7.6031 per share for an aggregate purchase price of \$821,895, all of which was funded through a contribution of working capital from Sumitomo Dainippon to Sumitovant.

The Common Shares in all such transactions were purchased under a Securities Purchase Plan dated March 13, 2020, by and between Citigroup Global Markets Inc. (“CGMI”) and Sumitovant (“10b5-1 Trading Plan”), pursuant to Rule 10b5-1 and Rule 10b-18 of the Securities Exchange Act of 1934, as amended.

Item 5. Interest in Securities of the Issuer

Item 5 of the Original Schedule 13D is amended and restated to read as follows:

(a)—(b) The responses of the Reporting Persons to Rows (7) through (13) of the cover pages of this Statement are incorporated herein by reference.

The aggregate 46,508,604 Common Shares beneficially owned by the Reporting Persons represent 51.80% of the issued and outstanding Common Shares based on 89,788,054 Common Shares, issued and outstanding as of January 31, 2020, as disclosed by the Issuer on its quarterly report on Form 10-Q, as filed with the Securities and Exchange Commission on February 10, 2020.

Sumitovant has sole voting power and sole dispositive power with regard to 46,508,604 Common Shares. Each of Sumitomo Chemical and Sumitomo Dainippon has shared voting power and shared dispositive power with regard to such Common Shares. Each of Sumitomo Chemical and Sumitomo Dainippon, by virtue of their relationships to Sumitovant (as disclosed in Item 2 of the Original Schedule 13D), may be deemed to indirectly beneficially own (as that term is defined in Rule 13d-3 under the Act) the Common Shares which Sumitovant directly beneficially owns. Each of Sumitomo Chemical and Sumitomo Dainippon disclaims beneficial ownership of such Common Shares for all other purposes.

(c) There have been no transactions in Common Shares that were effected during the past sixty days by the Reporting Persons other than as reported in this Statement.

(d) No other person is known by the Reporting Persons to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, Common Shares that may be deemed to be beneficially owned by the Reporting Persons.

(e) Not applicable.

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.

Dated: March 26, 2020

SUMITOMO CHEMICAL CO., LTD.

By: /s/ Swathi Padmanabhan, as Attorney-In-Fact

Dated: March 26, 2020

SUMITOMO DAINIPPON PHARMA CO., LTD.

/s/ Yumi Sato

Name: Yumi Sato

Title: Senior Director

Global Corporate Strategy

Dated: March 26, 2020

SUMITOVANT BIOPHARMA LTD.

By: /s/ Swathi Padmanabhan, as Attorney-In-Fact