

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* <u>Sumitomo Chemical Co., Ltd.</u> <hr/> (Last) (First) (Middle) 27-1, SHINKAWA 2-CHOME <hr/> (Street) CHUO-KU, TOKYO M0 104-8260 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>Myovant Sciences Ltd. [ MYOV ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)
	3. Date of Earliest Transaction (Month/Day/Year) 03/26/2020	
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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/26/2020		P		70,000 <sup>(1)</sup>	A	\$7.9401 <sup>(2)</sup>	46,578,604	I	See Footnote <sup>(3)</sup>
Common Stock	03/27/2020		P		70,000 <sup>(4)</sup>	A	\$7.975 <sup>(2)</sup>	46,648,604	I	See Footnote <sup>(5)</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		Date Exercisable	Expiration Date					

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, TOKYO M0 104-8260  


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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, OSAKA M0 541-0045  


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 (City) (State) (Zip)

1. Name and Address of Reporting Person\*  
Sumitovant Biopharma Ltd.  


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 (Last) (First) (Middle)  
 \_\_\_\_\_  


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 (Street)  
 \_\_\_\_\_  


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 (City) (State) (Zip)

(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 70,000 ordinary shares on the open market is pursuant to a Rule 10b5-1 Stock Trading Plan entered into by the Reporting Person on March 13, 2020 (the "10b5-1 Trading Plan").
2. The price reported in column 4 is the average stock price.
3. Sumitovant Biopharma Ltd. ("Sumitovant") directly owns 46,578,604 shares of Common Stock. 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. This acquisition of a total of 70,000 ordinary shares on the open market is pursuant to the 10b5-1 Trading Plan.
5. Sumitovant directly owns 46,648,604 shares of Common Stock. 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, 03/30/2020](#)  
[as Attorney-in-Fact](#)  
[Sumitomo Dainippon Pharma](#)  
[Co., Ltd., By: Yumi Sato,](#)  
[Senior Director, Global 03/30/2020](#)  
[Corporate Strategy, /s/ Yumi](#)  
[Sato](#)  
[Sumitovant Biopharma Ltd.,](#)  
[By: /s/ Swathi Padmanabhan, 03/30/2020](#)  
[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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