SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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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 Add Dexcel Pha	lress of Reporting <u>rma Techno</u>	logies Ltd.	2. Date of Event Requiring Staten Month/Day/Yea 09/06/2017	nent	3. Issuer Name and Ticker or Trading Symbol <u>Arbutus Biopharma Corp</u> [ABUS]						
(Last) 1 DEXCEL S	(First)	(Middle)			4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner			(5. If Amendment, Date of Original Filed (Month/Day/Year)		
(Street)					Officer (give title below)	Α	Other (spe below)	cify 6	Applicable Line)	/Group Filing (Check y One Reporting Person	
OR AKIVA	L3	3060000								y More than One	
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)					. Amount of Securities Reneficially Owned (Instr. 4)				4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Shares, no par value					16,013,540		I		See footnote. ⁽¹⁾⁽²⁾⁽³⁾		
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securit Underlying Derivative Securit			4. Conversi or Exerci	se Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiratior Date	Title		Amount or Number of Shares	Price of Derivativ Security	Direct (D) e or Indirect (I) (Instr. 5)		

1. Dexcel Pharma Technologies Ltd. (the "Reporting Person") is filing this Form 3 because it may be deemed to have dispositive power and, therefore, beneficial ownership, over the 16,013,540 common shares (the "Common Shares") of Arbutus Biopharma Corporation (the "Issuer") held by Roivant Sciences Ltd. ("Roivant").

2. The Reporting Person acquired Common Shares of Roivant on September 6, 2017. Roivant directly holds the 16,013,540 Common Shares reported herein. Due to certain governance arrangements set forth in Roivant's bye-laws, so long as there is at least one independent directors as a member of the Roivant Board of Directors (the "Roivant Board"), of which there are currently two independent directors, the Reporting Person, voting collectively with Dexxon Holdings Ltd. and unanimously with three other major shareholders of Roivant, have the right to override certain decisions of the Roivant Board, including with respect to dispositions of the Common Shares. As a result, the Reporting Person may be deemed to have beneficial ownership over the Common Shares held by Roivant. The Reporting Person does not directly own any Common Shares.

3. The Reporting Person disclaims beneficial ownership of the Common Shares owned by Roivant, except to the extent of its pecuniary interest therein. The filing of this statement shall not be deemed an admission that the Reporting Person is the beneficial owner of the securities reported herein for purposes of Section 16 of the Securities Act of 1934, as amended, or otherwise.

/s/ Dexcel Pharma Technologies Ltd. by Dan Oren, President & CEO

** Signature of Reporting Person Date

10/18/2017

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 5 (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 Number.