FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

| [] | 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* HENRIQUES RICHARD C JR | | | | | 2. Issuer Name and Ticker or Trading Symbol Arbutus Biopharma Corp [ABUS] | | | | | | | | Relationship of Reporting Person(s) to Issuer (Check all applicable) X Director 10% Owner | | | | |
|--|---|--|---|--|---|-----------|---|-------------------|---------------------------------|--------------------|---|--|---|--|--|---|--|
| (Last) | (First) | • | iddle) | | 3. Date of Earliest Transaction (Month/Day/Year) 05/24/2023 | | | | | | Officer (give below) | title | | Other (sp | pecify below) | | |
| C/O ARBUTUS BIOPHARMA CORPORATION 701 VETERANS CIRCLE | | | 4. | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | 6. Indiv | Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | |
| (Street) WARMINSTER | PA | 18 | 974 | _ F | Rule 10b5-1(c) Transaction Indication 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 | | | | | | nse | | | | | | |
| (City) | (State) | (Zi | p) | L | conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | | | | | | | |
| | | | Table I - N | on-De | rivativ | e Securi | ties Ac | quired, | Disp | osed of, | , or Beneficia | ly Owned | | | | | |
| | | | Date | (Month/Day/Year) if any | | ion Date, | 3. Transaction Code (Instr. 8) 4. Securities Acquired (A) or Disp (D) (Instr. 3, 4 and 5) | | | Disposed Of | Beneficially O Following Rep | | Form: | nership Direct (D) or ct (I) (Instr. 4) | 7. Nature of Indirect Beneficial | | |
| | | | | | (Month/Day/Year) Code V Amount (A) or (D) Pr | | | Price | Transaction(s) (Instr. 3 and 4) | | | | Ownership (Instr. 4) | | | | |
| 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) | | ode (Instr. 8) Derivative | | 6. Date Exercisable and Expiration Date (Month/Day/Year) 7. Title and Amount of Underlying Derivative S (Instr. 3 and 4) | | | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | | |
| | | | | Code | v | (A) | (D) | Date Exercisal | ole | Expiration Date | Title | Amount or Number of Shares | | Transac (Instr. 4) | ction(s) | | |
| Stock Option (Right to Buy) | \$2.56 ⁽¹⁾ | 05/24/2023 | | A | | 55,000 | | 05/24/202 | 3 ⁽²⁾ | 05/24/2033 | Common Shares | 55,000 | \$0 | 55,0 | 000 | D | |

- $1. \ Reflects \ the \ closing \ price \ of \ the \ Company's \ common \ shares \ on \ the \ Nasdaq \ Stock \ Market \ on \ May \ 24, \ 2023, \ the \ date \ of \ the \ grant.$
- 2. The option is fully vested and exercisable as of the date of the grant.

Remarks:

/s/ David C. Hastings as attorney-in-fact for Richard C. Henriques Jr.

05/26/2023

** 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 Number.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints the David C. Hastings, David Kille and James List of Arbutus Biopharma Corporation (the "<u>Company</u>"), each as the undersigned's true and lawful attorney-in-fact to:

- execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of the Company, the undersigned's application for EDGAR Access with the United States Securities and Exchange Commission (Form ID application);
- (2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of the Company, Forms 3, 4 and 5, in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to (A) complete and execute any such Forms 3, 4 or 5 (B), complete and execute any amendment or amendments thereto, and (C) timely file such forms with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted.

The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 15th day of August, 2019.

| Richard C. Henriques |
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