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

**SCHEDULE 14A**

**Proxy Statement Pursuant to Section 14(a) of the Securities Exchange Act of 1934**

Filed by the Registrant       Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material under §240.14a-12

**ARBUTUS BIOPHARMA CORPORATION**

(Name of the Registrant as Specified in its Charter)

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(Name of Person(s) Filing Proxy Statement, if other than the Registrant)

Payment of Filing Fee (Check all boxes that apply):

- No fee required.
  - Fee paid previously with preliminary materials.
  - Fee computed on table in exhibit required by Item 25(b) per Exchange Act Rules 14a-6(i)(1) and 0-11.
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# Your **Vote** Counts!

**ARBUTUS BIOPHARMA CORPORATION**

2022 Annual General and Special Meeting

Vote by May 24, 2022

11:59 PM EDT



ARBUTUS BIOPHARMA CORPORATION  
701 VETERANS CIRCLE  
WARMINSTER, PA 18974



D76300-P70371

## You invested in ARBUTUS BIOPHARMA CORPORATION and it's time to vote!

You have the right to vote on proposals being presented at the Annual General and Special Meeting. **This is an important notice regarding the availability of proxy materials for the shareholder meeting to be held on May 25, 2022.**

### Get informed before you vote

View the Proxy Statement/Circular and Annual Report to Shareholders online OR you can receive a free paper or email copy of the material(s) by requesting prior to May 11, 2022. If you would like to request a copy of the material(s) for this and/or future shareholder meetings, you may (1) visit [www.ProxyVote.com](http://www.ProxyVote.com), (2) call 1-800-579-1639 or (3) send an email to [sendmaterial@proxyvote.com](mailto:sendmaterial@proxyvote.com). If sending an email, please include your control number (indicated below) in the subject line. Unless requested, you will not otherwise receive a paper or email copy.



For complete information and to vote, visit [www.ProxyVote.com](http://www.ProxyVote.com)

Control #

#### Smartphone users

Point your camera here and vote without entering a control number



#### Vote Virtually at the Meeting\*





May 25, 2022  
10:00 AM, ET

Virtually at:  
[www.virtualshareholdermeeting.com/ABUS2022](http://www.virtualshareholdermeeting.com/ABUS2022)

\*Please check the meeting materials for any special requirements for meeting attendance.

## THIS IS NOT A VOTABLE BALLOT

This is an overview of the proposals being presented at the upcoming shareholder meeting. Please follow the instructions on the reverse side to vote these important matters. We encourage you to access and review all of the important information contained in the proxy materials before voting.

Voting Items	Board Recommends
1. To elect seven (7) director nominees named in the Proxy Statement/Circular, each to serve until the 2023 Annual General Meeting of Shareholders or until his or her qualified successor has been duly elected or appointed; <b>Nominees:</b> 01) Daniel Burgess                              04) Keith Manchester, M.D.                      07) Tram Tran, M.D. 02) William H. Collier                              05) James Meyers 03) Richard C. Henriques                              06) Frank Torti, M.D.	 <b>For All</b>
2. To approve an amendment to the Arbutus Biopharma Corporation 2016 Omnibus Share and Incentive Plan, as supplemented and amended, to (a) increase the aggregate number of common shares authorized for issuance thereunder by 3,500,000 common shares and (b) increase the aggregate number of common shares that may be issued pursuant to incentive stock options granted thereunder by 3,500,000 common shares;	 <b>For</b>
3. To approve, on a non-binding advisory basis, the compensation of our named executed officers as disclosed in the Proxy Statement/Circular; and	 <b>For</b>
4. To ratify the appointment of Ernst & Young LLP as our independent registered public accounting firm for the fiscal year ending December 31, 2022.	 <b>For</b>
<b>NOTE:</b> Such other business as may properly come before the meeting or any adjournment or postponement thereof.	

Prefer to receive an email instead? While voting on [www.ProxyVote.com](http://www.ProxyVote.com), be sure to click "Sign up for E-delivery".