FORM 3

1. Name and Address of Reporting Person\*

55 RAILROAD AVENUE

(First)

(Middle)

Ott David C.

(Street)

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0104 Estimated average burden hours per response: 0.5

# INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

	or Section 30(r	ו) טו נו	ne investment Company Act	01 1940				
1. Name and Address of Reporting Person*  VIKING GLOBAL  INVESTORS LP	2. Date of Event Requiring Stateme (Month/Day/Year) 10/01/2021		3. Issuer Name and Ticker of Roivant Sciences L		•			
(Last) (First) (Middle)	-	- 1	4. Relationship of Reporting Issuer (Check all applicable)				f Amendment, d (Month/Day/	Date of Original Year)
55 RAILROAD AVENUE	-		Director X  Officer (give title below)	_	(specify		eck Applicable	int/Group Filing e Line) by One Reporting
(Street) GREENWICH CT 06830						<u> </u>	Person Form filed Reporting	by More than One Person
(City) (State) (Zip)								
Ta	າble I - Non-Deri	vativ	ve Securities Benefic	ially O	wned			
1. Title of Security (Instr. 4)			2. Amount of Securities Beneficially Owned (Instr. I)	3. Own Form: I (D) or II (I) (Inst	Direct ndirect		ature of Indire ership (Instr.	
Common Shares			751,766		I	See (3)(8)	Explanation	of Responses <sup>(1)(2)</sup>
Common Shares			36,836,555		I	See (4)(8)	Explanation	of Responses <sup>(1)(2)</sup>
Common Shares			35,539,877		I	See (5)(6)(		of Responses <sup>(1)(2)</sup>
Common Shares			15,110,502		I	See (7)(8)	Explanation	of Responses <sup>(1)(2)</sup>
(e.g			Securities Beneficiants, options, converti			)		
1. Title of Derivative Security (Instr. 4)	2. Date Exercisable Expiration Date (Month/Day/Year)	and	3. Title and Amount of Se Underlying Derivative Se (Instr. 4)		4. Conver	cise	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Expire Exercisable Date	ation	Title	Amount or Number of Shares	Derivat Securit	ive	or Indirect (I) (Instr. 5)	3)
1. Name and Address of Reporting Person*  VIKING GLOBAL INVESTO	RS LP							
(Last) (First) (Mid 55 RAILROAD AVENUE	ddle)							
(Street) GREENWICH CT 068	330							
(City) (State) (Zip	)							

GREENWICH	CT	06830
(City)	(State)	(Zip)
1. Name and Addre  HALVORSE	ss of Reporting Per	
(Last) 55 RAILROAD	(First) AVENUE	(Middle)
(Street) GREENWICH	СТ	06830
(City)	(State)	(Zip)
1. Name and Addre Shabet Rose		son <sup>*</sup>
(Last) 55 RAILROAD		(Middle)
(Street) GREENWICH	СТ	06830
(City)	(State)	(Zip)
Viking Globa Investments S	Sub-Master L	<u>P</u>
Investments (	Sub-Master L  (First) PORATE SERVI	(Middle)
(Last) MAPLES CORI PO BOX 309, U (Street)	(First) PORATE SERVI IGLAND HOUS	(Middle) CES LIMITED E
(Last) MAPLES CORI PO BOX 309, U	(First) PORATE SERVI	(Middle) CES LIMITED
(Last) MAPLES CORI PO BOX 309, U  (Street) GRAND	(First) PORATE SERVI IGLAND HOUS	(Middle) CES LIMITED E
(Last) MAPLES CORI PO BOX 309, U  (Street) GRAND CAYMAN  (City)  1. Name and Addre	(First) PORATE SERVI IGLAND HOUS E9 (State)	(Middle) CES LIMITED E  KY1-1104  (Zip) son*
(Last) MAPLES CORI PO BOX 309, U  (Street) GRAND CAYMAN  (City)  1. Name and Addre	(First) PORATE SERVI IGLAND HOUS E9 (State) ss of Reporting Per	(Middle) CES LIMITED E  KY1-1104  (Zip) son*
(Last) MAPLES CORM PO BOX 309, U  (Street) GRAND CAYMAN  (City)  1. Name and Addre Viking Globa  (Last)	(First) PORATE SERVI IGLAND HOUS E9 (State) ss of Reporting Per al Opportuniti (First) AVENUE	(Middle) CES LIMITED E  KY1-1104  (Zip) son* es GP LLC
(Last) MAPLES CORM PO BOX 309, U  (Street) GRAND CAYMAN  (City)  1. Name and Addre Viking Globa  (Last) 55 RAILROAD  (Street)	(First) PORATE SERVI IGLAND HOUS E9 (State) ss of Reporting Per al Opportuniti (First) AVENUE	(Middle) CES LIMITED E  KY1-1104  (Zip) son* es GP LLC  (Middle)
(Last) MAPLES CORD PO BOX 309, U  (Street) GRAND CAYMAN  (City)  1. Name and Addre Viking Globa  (Last) 55 RAILROAD  (Street) GREENWICH  (City)  1. Name and Addre	(First) PORATE SERVI IGLAND HOUS  E9  (State) ss of Reporting Per al Opportuniti  (First) AVENUE  CT  (State) ss of Reporting Per	(Middle) CES LIMITED E  KY1-1104  (Zip) son* es GP LLC  (Middle)  06830  (Zip)
(Last) MAPLES CORI PO BOX 309, U  (Street) GRAND CAYMAN  (City)  1. Name and Addre Viking Globa  (Street) GREENWICH  (City)  1. Name and Addre Viking Globa	(First) PORATE SERVI GLAND HOUS  E9  (State) ss of Reporting Per al Opportuniti  (First) AVENUE  CT  (State) ss of Reporting Per al Opportuniti	(Middle) CES LIMITED E  KY1-1104  (Zip) son* es GP LLC  (Middle)  06830  (Zip) son*
(Last) MAPLES CORMAPLES CORMAPLES CORMAPLES CORMAPORAND (Street) GRAND CAYMAN  (City)  1. Name and Addrewing Globate (Last) 55 RAILROAD (Street) GREENWICH (City)  1. Name and Addrewing Globate LLC (Last)	(First) PORATE SERVI GLAND HOUS  E9  (State) ss of Reporting Per al Opportuniti  (First) AVENUE  CT  (State) ss of Reporting Per al Opportuniti  (First) AVENUE	(Middle) CES LIMITED E  KY1-1104  (Zip) son* es GP LLC  (Middle)  06830  (Zip) son* es Portfolio GP

#### Explanation of Responses:

- 1. Andreas Halvorsen, David C. Ott and Rose S. Shabet are Executive Committee members of certain management entities, including Viking Global Partners LLC, the general partner of Viking Global Investors LP ("VGI"), Viking Global Performance LLC ("VGP"), Viking Long Fund GP LLC ("VLFGP"), and Viking Global Opportunities Parent GP LLC ("Parent"), which is the sole member of Viking Global Opportunities GP LLC ("Opportunities GP"), which is the sole member of Viking Global Opportunities Portfolio GP LLC ("Opportunities Portfolio GP"). VGI provides managerial services to various investment funds and vehicles, including Viking Global Equities Master Ltd. ("VGEM"), Viking Global Equities II LP ("VGEII"), Viking Long Fund Master Ltd. ("VLFM"), and Viking Global Opportunities Illiquid Investments Sub-Master LP ("Opportunities Fund").
- 2. VGP provides managerial services to VGEM and is the general partner of VGEII. VLFGP provides managerial services to VLFM. Opportunities Portfolio GP is the general partner of Opportunities Fund. Each of VGI, VGP, VLFGP, Opportunities GP, Mr. Halvorsen, Mr. Ott and Ms. Shabet (collectively the "Reporting Persons") may be deemed to beneficially own all of the securities reported on this form.
- 3. These shares are held directly by VGEII. VGEM is the general partner of VGEII. Because of the relationship between VGEM and VGEII, VGEM may be deemed to beneficially own the shares held directly by VGEII.
- 4. These shares are held directly by VGEM. VGP provides managerial services to VGEM. Because of the relationship between VGP and VGEM, VGP may be deemed to beneficially own the shares held directly by VGEM.
- 5. These shares are held directly by Opportunities Fund. VGI provides managerial services to Opportunities Fund. Because of the relationship between VGI and Opportunities Fund, VGI may be deemed to beneficially own the shares held directly by Opportunities Fund.
- 6. Opportunities Portfolio GP is the general partner of Opportunities Fund. Because of the relationship between Opportunities Portfolio GP and Opportunities Fund, Opportunities Portfolio GP may be deemed to beneficially own the shares held directly by Opportunities Fund. Opportunities GP is the sole owner of Opportunities Portfolio GP. Because of the relationship between Opportunities GP and Opportunities Portfolio GP, Opportunities GP may be deemed to beneficially own the shares held directly by Opportunities Fund.
- 7. These shares are held directly by VLFM. VLFGP provides managerial services to VLFM. Because of the relationship between VLFGP and VLFM, VLFGP may be deemed to beneficially own the shares held directly by VLFM.
- 8. The Reporting Persons disclaim beneficial ownership of these securities except to the extent of their pecuniary interest therein, and the inclusion of these securities in this report shall not be deemed an admission of beneficial ownership of the reported securities for purposes of Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or for any other purpose.

#### Remarks:

(9) The Reporting Persons are jointly filing this Form 3 pursuant to Rule 16a-3(j) under the Exchange Act. (10) Scott M. Hendler is signing on behalf of Mr. Halvorsen, Mr. Ott and Ms. Shabet, each individually and as an Executive Committee Member of VIKING GLOBAL PARTNERS LLC, on behalf of VIKING GLOBAL INVESTORS LP, and as an Executive Committee Member of VIKING GLOBAL OPPORTUNITIES PARENT GP LLC, on behalf of itself and VIKING GLOBAL OPPORTUNITIES GP LLC, VIKING GLOBAL OPPORTUNITIES PARENT GP LLC, and VIKING GLOBAL OPPORTUNITIES PARENT GP LLC, UIKING GLOBAL OPPORTUNITIES PARENT GP LLC, and VIKING GLOBAL OPPORTUNITIES ILLIQUID INVESTMENTS SUB-MASTER LP, pursuant to authorization and designation letters dated February 9, 2021, which were filed with the Securities and Exchange Commission on June 7, 2021. (11) Because no more than 10 reporting persons can file any one Form 4 through the SEC's EDGAR system, VGP, VGEII, VGEM, VLFGP and VLFM have jointly filed with the Reporting Persons on a separate Form 4 filing submitted on the same day hereof.

/s/ Scott M. Hendler
signing on behalf of O.
Andreas Halvorsen (9)
(10)
/s/ Scott M. Hendler
signing on behalf of David
C. Ott (9) (10)
/s/ Scott M. Hendler
signing on behalf of Rose
S. Shabet (9) (10)
\*\* Signature of Reporting

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 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.