FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL								
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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

1. Name and A	ddress of Reporting Person	Requirir (Month/	2. Date of Event Requiring Statement (Month/Day/Year) 10/01/2021 3. Issuer Name and Ticker or Trading Symbol Roivant Sciences Ltd. [ROIV]										
(Last) C/O ROIVA	(First) (Middle) NT SCIENCES LTD.			Relationship of Reporting Issuer (Check all applicable)		g Person(s) to		5. If Amendment, Date of Original Filed (Month/Day/Year)					
11-12 ST. JAMES'S SQUARE SUITE 1, 3RD FL (Street) LONDON X0 SW1Y 4L				X Director Officer (give title below)		10% Owner Other (specify below)			6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person				
(City)	(State) (Zip)												
		Table I - N	on-Deriva	tive Securities Ben	neficia	ally Ow	ned						
1. Title of Security (Instr. 4)				Beneficially Owned (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)					
Common Shares				58,409,211(1)		D							
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)													
Ex		2. Date Exerc Expiration Day/ (Month/Day/	ate	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)			4. Conve	ercise	5. Ownership Form:	Beneficial			
		Date Exercisable	Expiration Date	Title		unt or ber of es	Price Deriva Secur	ative	Direct (D) or Indirect (I) (Instr. 5)	Ownership (Instr. 5)			
Stock Option	n (Right to Buy)	(2)(3)	03/31/2026	Common Shares	21,8	56,138	8 12.68		D				
Stock Option	n (Right to Buy)	(2)(3)	03/31/2026	Common Shares	1,75	53,905	13.78		D				
Stock Option	n (Right to Buy)	(2)(3)	03/31/2026	Common Shares	5,91	15,052	15.85		D				
Capped Valu	e Appreciation Rights	(4)(5)	03/31/2026	Common Shares	12,0	73,846	6 11.5		D				
Capped Value Appreciation Rights		(4)(5)(6)	03/31/2026	Common Shares	9,78	2,292(6)	6.	.4	D				

Explanation of Responses:

- 1. Reflects an award of restricted stock covering Common Shares that is fully vested.
- 2. Award of stock options to purchase Common Shares with a vesting commencement date of December 27, 2019.
- 3. Awards of stock options to purchase Common Shares vest and become exercisable (i) 25% on the first anniversary of the applicable vesting commencement date and (ii) in 36 equal monthly installments thereafter, subject to the reporting person's continuous service through each vesting date.
- 4. Reflects an award of capped value appreciation rights ("CVARs") that entitle the reporting person to an amount equal to the product of (i) the number of vested CVARs multiplied by (ii) the excess (if any) of (A) the fair market value of a Common Share (capped at \$12.68 per share) as of the relevant date of determination over (B) the applicable hurdle price reflected in column 4 of Table II above (such excess, the "CVAR Amount"). The CVARs will be settled in a number of Common Shares determined by dividing (i) the applicable CVAR Amount by (ii) the fair market value of a Common Share as of the applicable payment date.
- 5. These awards of CVARs vest (i) 25% on the first anniversary of the vesting commencement date and (ii) in 36 equal monthly installments thereafter, subject to the reporting person's continuous service through each vesting date, with a vesting commencement date of December 27, 2019.
- 6. In the event the fair market value of a Common Share is less than \$9.20 per share as of the relevant date of determination (the "knock-in condition"), this award of CVARs will remain outstanding unless and until the knock-in condition is satisfied as of any applicable measurement date thereafter before the expiration date of the CVARs.

Remarks:

Exhibit 24 - Power of Attorney

By: /s/ Jo Chen, as Attorney-in-Fact for Vivek 10/01/2021 Ramaswamy

** 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 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

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Matthew Gline, Rakhi Kumar and Jo Chen as the undersigned's true and lawful attorneys-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as a reporting person pursuant to Section 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and the rules thereunder of Roivant Sciences Ltd (the "Company"), Forms 3, 4 and 5, including any amendments thereto, in accordance with Section 16(a) of the Exchange Act;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 or 5, complete and execute any amendment or amendments thereto and timely file such form with the United States Securities and Exchange Commission and the applicable stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of any of such attorneys-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 any of such attorneys-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 any of such attorneys-in-fact may approve in the discretion of any of such attorneys-in-fact.

The undersigned hereby grants to each such attorney-in-fact full power and authority to act separately and 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 any of such attorneys-in-fact, or the substitute or substitutes of any of such attorneys-in-fact, 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 attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

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 10th day of September, 2021.

Signature: /s/ Vivek Ramaswamy
Name: Vivek Ramaswamy