FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

| Washington, | D.C. | 20549 |
|-------------|------|-------|

| STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP |
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| 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

| Name and Address of Reporting Person* | | | | | 2. | | | | | | | | | | Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | | | | |
|---|---|--|--|---------------------|---|---|--|-----------------------------------|---------------------------------------|--|---------------------|---|--|--|--|---|--|--|---------------------------------------|--|--|
| <u>Houston John G</u> | | | | | AKVINAS, IIVC. [AKVIN] | | | | | | | | X | Director | | | 10% Ow | ner | | | |
| (Last) | (F | First) | (Middle) | | | 3. Date of Earliest Transaction (Month/Day/Year) 02/23/2024 | | | | | | X | Officer (below) | give title | Other (sp below) | | pecify | | | | |
| C/O ARVINAS, INC. | | | | 02 | 212312 | 2024 | | | | | | | | President and CEO | | | | | | | |
| 5 SCIENCE PARK, 395 WINCHESTER AVE. | | | | 4. | 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | | | | | licable | | | | | | | |
| (Street) | | | | | _ | | | | | | | | | X | Form file | ed by One | Repo | rting Person | | | |
| NEW HA | AVEN C | T | 06511 | | | | | | | | | | | | Form filed by More than One Reporting Person | | | | | | |
| (City) | (5 | State) | Rule 10b5-1(c) Transaction Indication | | | | | | | | | | | | | | | | | | |
| Check this box to indicate that a transaction was made pursuant to a co the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10. | | | | | | | | | | a contrac i 10. | t, instruction o | or written pl | an that | is intended to | o satisfy | | | | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | | | | | | | | | | | | | | | |
| Date | | | Date | nsaction h/Day/Y | ear) | 2A. Deemed Execution Date, if any (Month/Day/Year) | | Transaction Disposed Code (Instr. | | ies Acquired (A) or Of (D) (Instr. 3, 4 a | | | 5. Amoun Securities Beneficial Owned Fo | s Form ally (D) o ollowing (I) (Ir | | : Direct I Indirect I str. 4) | 7. Nature of Indirect Beneficial Ownership | | | | |
| | | | | | | | | | Code | v | Amount | (A) (D) | or F | Price | Reported Transaction(s) (Instr. 3 and 4) | | | | (Instr. 4) | | |
| Common Stock | | | | 02/2 | /23/2024 | | | | A | | 124,450 |) (1) | | \$ <mark>0</mark> | 1,041,877 | | | D | | | |
| Common Stock | | | | 02/2 | 2/23/2024 | | | | S | | 5,196(| 2) I |) | \$47.05 | 1,036,681 | | | D | | | |
| 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 Dat if any (Month/Day/Ye | Date, | 4. Transa Code (8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | 6. Date Ex Expiration (Month/Da | n Date | • | 7. Title and Amo of Securities Underlying Derivative Secur (Instr. 3 and 4) | | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction | e s Illy | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership (Instr. 4) | | |
| | | | | | Code | v | (A) | | Date Exercisat | | Expiration Date | Title | or Nur | ount mber Shares | | (Instr. 4) | J.1(3) | | | | |
| Stock Option (right to buy) | \$47 | 02/23/2024 | | А | | 184,200 | | (3) | | 02/22/2034 | Common Stock 184 | | 4,200 | \$0 | 184,200 | | D | | | | |

Explanation of Responses:

- 1. The restricted stock units (each, an "RSU") were granted by the Issuer on February 23, 2024, pursuant to its 2018 Stock Incentive Plan (the "Plan") and each RSU represents a contingent right to receive one share of the Issuer's common stock upon settlement for no consideration. The RSUs will vest over two years: 1/2 of the shares underlying the award shall vest on February 23, 2025, with the remainder of the shares vesting on February 23, 2026.
- 2. This sale was made to cover withholding taxes following the vesting of previously granted Restricted Stock Units.
- 3. The option was granted by the Issuer on February 23, 2024, pursuant to the Plan. The shares underlying the option will vest over two years: 1/2 of the shares underlying the award shall vest on February 23, 2025, with the remainder of the shares vesting on February 23, 2026.

Remarks:

/s/ John Houston

02/27/2024

** 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.