

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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

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*<br><u>New Leaf Ventures III, L.P.</u><br><br>(Last) (First) (Middle)<br>C/O NEW LEAF VENTURES<br>7 TIMES SQUARE, SUITE 3502<br><br>(Street)<br>NEW YORK NY 10036<br><br>(City) (State) (Zip) | 2. Date of Event Requiring Statement (Month/Day/Year)<br>09/26/2018 | 3. Issuer Name and Ticker or Trading Symbol<br><u>ARVINAS HOLDING COMPANY, LLC [ ARVN ]</u>                                                                                                   |                                                                                                                                                                                                                                                       |
|                                                                                                                                                                                                                                       |                                                                     | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br><br>Director <input checked="" type="checkbox"/> 10% Owner<br><br>Officer (give title below) Other (specify below) | 5. If Amendment, Date of Original Filed (Month/Day/Year)<br><br>6. Individual or Joint/Group Filing (Check Applicable Line)<br>Form filed by One Reporting Person<br><input checked="" type="checkbox"/> Form filed by More than One Reporting Person |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|-------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|---------------------------------|-------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) |                 | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) |                            | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--------------------------------------------|----------------------------------------------------------|-----------------|-----------------------------------------------------------------------------|----------------------------|--------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
|                                            | Date Exercisable                                         | Expiration Date | Title                                                                       | Amount or Number of Shares |                                                        |                                                          |                                                       |
| Series B Preferred Stock                   | (1)                                                      | (1)             | Common Stock                                                                | 1,108,202                  | (1)                                                    | D <sup>(3)(4)</sup>                                      |                                                       |
| Series C Preferred Stock                   | (2)                                                      | (2)             | Common Stock                                                                | 174,846                    | (2)                                                    | D <sup>(3)(4)</sup>                                      |                                                       |

|                                                                                                                                                                                                                                       |  |  |
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| 1. Name and Address of Reporting Person*<br><u>New Leaf Ventures III, L.P.</u><br><br>(Last) (First) (Middle)<br>C/O NEW LEAF VENTURES<br>7 TIMES SQUARE, SUITE 3502<br><br>(Street)<br>NEW YORK NY 10036<br><br>(City) (State) (Zip) |  |  |
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|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|
| 1. Name and Address of Reporting Person*<br><u>New Leaf Venture Associates III, L.P.</u><br><br>(Last) (First) (Middle)<br>C/O NEW LEAF VENTURES<br>7 TIMES SQUARE, SUITE 3502<br><br>(Street)<br>NEW YORK NY 10036<br><br>(City) (State) (Zip) |  |  |
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|                                                                                                                                                                                                                       |  |  |
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| 1. Name and Address of Reporting Person*<br><u>New Leaf Venture Management III, L.L.C.</u><br><br>(Last) (First) (Middle)<br>C/O NEW LEAF VENTURES<br>7 TIMES SQUARE, SUITE 3502<br><br>(Street)<br>NEW YORK NY 10036 |  |  |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|--|--|

(City)

(State)

(Zip)

**Explanation of Responses:**

1. The Series B Preferred Stock is convertible into Common Stock on a 3.25-for-one basis into the number of shares of Common Stock shown in Column 3 at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering without payment of further consideration. The shares have no expiration date.
2. The Series C Preferred Stock is convertible into Common Stock on a 3.25-for-one basis into the number of shares of Common Stock shown in Column 3 at any time at the holder's election and automatically upon the closing of the Issuer's initial public offering without payment of further consideration. The shares have no expiration date.
3. These shares are held directly by New Leaf Ventures III, L.P. ("NLV-III"). The general partner of NLV-III is New Leaf Venture Associates III, L.P. ("NLVA-III"). The general partner of NLVA-III is New Leaf Venture Management III, L.L.C. ("Management-III"). Each of NLVA-III and Management-III disclaim beneficial ownership of these securities and this report shall not be deemed an admission that NLVA-III or Management-III are beneficial owners of such securities for purposes of Section 16 or any other purpose, except to the extent of their respective pecuniary interests therein. Ronald M. Hunt, Vijay K. Lathi, and Liam T. Ratcliffe, a member of the Issuer's board of directors, are the managers of Management-III (each, a "Manager" and collectively, the "Managers") and may each be deemed to have shared voting and investment power with respect to these securities.
4. Each of the Managers disclaims beneficial ownership of these securities and this report shall not be deemed an admission that any of them is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of their respective pecuniary interests therein.

**Remarks:**

New Leaf Ventures III, L.P.,  
By: New Leaf Venture  
Associates III, L.P., its general  
partner, By: New Leaf Venture  
Management III, L.L.C., its 09/26/2018  
general partner, By: /s/ Craig  
Slutzkin, Name: Craig  
Slutzkin, Title: Chief Financial  
Officer

New Leaf Venture Associates  
III, L.P., By: New Leaf Venture  
Management III, L.L.C., its 09/26/2018  
general partner, By: /s/ Craig  
Slutzkin, Name: Craig  
Slutzkin, Title: Chief Financial  
Officer

New Leaf Venture  
Management III, L.L.C., By:  
/s/ Craig Slutzkin, Name: Craig 09/26/2018  
Slutzkin, Title: Chief Financial  
Officer

\*\* 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 Number.**