

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL	
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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* <u>5AM VENTURES III, L.P.</u> (Last) (First) (Middle) 501 2ND STREET, SUITE 350 (Street) SAN FRANCISCO CA 94107 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 09/26/2018	3. Issuer Name and Ticker or Trading Symbol <u>ARVINAS HOLDING COMPANY, LLC [ARVN]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input 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)
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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 A Preferred Stock	(1)	(1)	Common Stock	2,862,649	(1)	I	See Footnote ⁽²⁾⁽⁴⁾
Series A Preferred Stock	(1)	(1)	Common Stock	73,777	(1)	I	See Footnote ⁽³⁾⁽⁴⁾
Series B Preferred Stock	(1)	(1)	Common Stock	1,338,679	(1)	I	See Footnote ⁽²⁾⁽⁴⁾
Series B Preferred Stock	(1)	(1)	Common Stock	34,500	(1)	I	See Footnote ⁽³⁾⁽⁴⁾
Series C Preferred Stock	(1)	(1)	Common Stock	662,864	(1)	I	See Footnote ⁽²⁾⁽⁴⁾
Series C Preferred Stock	(1)	(1)	Common Stock	17,083	(1)	I	See Footnote ⁽³⁾⁽⁴⁾

1. Name and Address of Reporting Person*
5AM VENTURES III, L.P.
 (Last) (First) (Middle)
 501 2ND STREET, SUITE 350
 (Street)
 SAN FRANCISCO CA 94107
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
5AM Co-Investors III, L.P.
 (Last) (First) (Middle)
 501 2ND STREET, SUITE 350
 (Street)
 SAN FRANCISCO CA 94107
 (City) (State) (Zip)

1. Name and Address of Reporting Person*
5AM Partners III, LLC
 (Last) (First) (Middle)
 501 2ND STREET, SUITE 350

(Street)
SAN FRANCISCO CA 94107

(City) (State) (Zip)

1. Name and Address of Reporting Person*

ROCKLAGE SCOTT M

(Last) (First) (Middle)

501 2ND STREET, SUITE 350

(Street)
SAN FRANCISCO CA 94107

(City) (State) (Zip)

1. Name and Address of Reporting Person*

DIEKMAN JOHN D

(Last) (First) (Middle)

501 2ND STREET, SUITE 350

(Street)
SAN FRANCISCO CA 94107

(City) (State) (Zip)

1. Name and Address of Reporting Person*

Schwab Andrew J.

(Last) (First) (Middle)

501 2ND STREET, SUITE 350

(Street)
SAN FRANCISCO CA 94107

(City) (State) (Zip)

Explanation of Responses:

1. The Series A Preferred Stock, the Series B Preferred Stock and 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.
2. 9,303,611 shares of Series A Preferred Stock, 4,350,709 shares of Series B Preferred Stock and 2,154,311 shares of Series C Preferred Stock are held by 5AM Ventures III, L.P. ("Ventures III").
3. 239,776 shares of Series A Preferred Stock, 112,128 shares of Series B Preferred Stock and 55,522 shares of Series C Preferred Stock are held by 5AM Co-Investors III, L.P. ("Co-Investors III").
4. 5AM Partners III, LLC ("Partners III") is the sole general partner of Ventures III and Co-Investors III. Dr. John D. Diekman, Andrew J. Schwab and Dr. Scott M. Rocklage, are the managing members of Partners III, and may be deemed to have shared voting and investment power over the shares beneficially owned by Ventures III and Co-Investors III. Each of Partners III, Dr. Diekman, Mr. Schwab and Dr. Rocklage disclaim beneficial ownership of such shares except to the extent of its or his pecuniary interest therein.

5AM VENTURES III, L.P. By:
5AM Partners III, LLC, its
General Partner /s/ Andrew J. 09/26/2018
Schwab
5AM CO-INVESTORS III,
L.P. By: 5AM Partners III, 09/26/2018
LLC, its General Partner /s/
Andrew J. Schwab
5AM PARTNERS III, LLC /s/ 09/26/2018
Andrew J. Schwab
/s/ Scott M. Rocklage 09/26/2018
/s/ John D. Diekman 09/26/2018
/s/ Andrew J. Schwab 09/26/2018

** 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.