FORM 4

Instruction 1(b)

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| Check this box if no longer subject to | STATEMENT OF CHANG |
|--|--------------------|
| Section 16. Form 4 or Form 5 | |
| obligations may continue. See | |

GES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden 0.5 hours per response:

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* Cassidy Sean A | | | | | | | 2. Issuer Name and Ticker or Trading Symbol ARVINAS, INC. [ARVN] | | | | | | | | all app Direc | olicable) | | ssuer Owner (specify | |
|--|---|--|---|--------|------------------------------|---|---|---------------------------|--|--------|--|--|--|---|------------------|---|---|--|--|
| | (Filling) | <u>.</u> | Middle) | 7E | | 3. Date of Earliest Transaction (Month/Day/Year) 02/07/2020 | | | | | | | X Office (give tide below) below) Chief Financial Officer | | | | | | |
| 5 SCIENCE PARK, 395 WINCHESTER AVE. | | | | | 4. 11 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | | | | | | | | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | | | |
| (Street) NEW HAVEN CT 06511 | | | | | _ | | | | | | | | | X | | | | | |
| (City) | (St | ate) (| Zip) | | | | | | | | | | | | | | | | |
| | | Tabl | e I - No | n-Deri | /ative | Sec | uritie | es Ac | quired | l, Dis | sposed o | f, or E | Benefi | cially | Owne | ed | | | |
| 1. Title of Security (Instr. 3) 2. Trans Date (Month) | | | | | | Exe) if a | 2A. Deemed Execution Date, if any (Month/Day/Year) | | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) o Disposed Of (D) (Instr. 3, 4 a | | | and 5) Secur Benef Owne | | icially d Following | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership | |
| | | | | Code | v | Amount | | | (A) o | r Pric | e | | ted action(s) 3 and 4) | | (Instr. 4) | | | | |
| Common Stock | | | | | 02/07/2020 | | | | S ⁽¹⁾ | | 4,598 | D | \$49 | 9.97 ⁽²⁾ | 1 | 54,517 | D | | |
| Common Stock 0 | | | | | 7/2020 | | | | S ⁽¹⁾ | | 2,190 | D | \$50 |).97 ⁽³⁾ | | 52,327 | D | | |
| Common Stock 02/07 | | | | | 2020 | | | | S ⁽¹⁾ | | 1,880 | D | \$5 | S52.3 ⁽⁴⁾ | | 50,447 | D | | |
| Common Stock 02/07/ | | | | | 2020 | | | | S ⁽¹⁾ | | 1,302 | D | \$52 | \$52.86 ⁽⁵⁾ | | 49,145 | D | | |
| Common Stock 02/07/ | | | | | 2020 | | | | S ⁽¹⁾ | | 30 | D | \$ | 54.1 | 4.1 149,1 | | 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. Dee Executii if any (Month/I | | 4. Transa Code (8) | (Instr. | of Deriv Secu Acqu (A) o Disp of (D | r osed) r. 3, 4 | 6. Date Exercisable and Expiration Date (Month/Day/Year) Date Exercisable Expiration Date | | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. and 4) Amount or Numbe of Title Shares | | nt er | | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |

Explanation of Responses:

- 1. The sales reported in this Form 4 were effected pursuant to Rule 10b5-1 trading plan adopted by the reporting person on December 20, 2019.
- 2. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$49.41 to \$50.20, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the Staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within such range.
- 3. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$50.48 to \$51.25, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the Staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within such range
- 4. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$51.73 to \$52.72, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the Staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within such range.
- 5. The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$52.79 to \$53.31, inclusive. The reporting person undertakes to provide to the Issuer, any security holder of the Issuer or the Staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within such range.

Remarks:

/s/ Matthew Batters, as attorney-in-fact for Sean A.

02/11/2020

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

** Signature of Reporting Person Date

- * 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.