

State of Rhode Island and Providence Plantations  
**Department of State - Business Services Division****Application for Certificate of Authority****FOREIGN Business Corporation**

→ Filing Fee: \$310.00 minimum

Pursuant to the provisions of RIGL 7-1.2-1405, the undersigned foreign corporation hereby applies for a Certificate of Authority to transact business in the State of Rhode Island, and for that purpose submits the following statement:

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R.I. DEPT. OF STATE  
BUSINESS SERVICES  
2021 MAR 23 P 12:13

1. The name of the corporation is:

**Roivant Sciences, Inc.**

2. It is incorporated under the laws of:

**Delaware**

3. The name, if different, which it elects to use in Rhode Island is:

(a) If the name of the corporation in its jurisdiction of incorporation does not contain the word "corporation", "company", "incorporated", or "limited," or an abbreviation thereof, then list the name of the corporation with the addition of one of the above corporate endings for use in Rhode Island:

(b) If the corporate name is not available in Rhode Island, then set forth below the fictitious name under which the corporation will qualify and transact business in Rhode Island as stated in the "Fictitious Business Name Statement" to be filed with this application:

4. The date of its incorporation is: **February 24, 2014**And the period of its duration is: **CHECK ONE BOX ONLY**☒ Perpetual (on-going)☐ Date certain for dissolution \_\_\_\_\_

5. The address of its principal office is:

**151 West 42nd Street, 15th Floor, New York, NY 10036**

6. The name and address of the initial registered agent/office in Rhode Island:

Agent Name **United Corporate Services, Inc.**Street Address (NOT a P.O. Box) **222 Jefferson Blvd., 2nd Floor**City/Town **Warwick**State **RHODE ISLAND**Zip Code **02888****MAIL TO:**

Division of Business Services  
148 W. River Street, Providence, Rhode Island 02904-2615  
Phone: (401) 222-3040  
Website: [www.sos.ri.gov](http://www.sos.ri.gov)

**FILED** *CSTAN.F***MAR 23 2021****BY** *CH V6J8F**12/13*

7. The purpose or purposes which it proposes to pursue in the transaction of business in Rhode Island are:

Engage in biopharmaceutical and related activities.

8. (a) The names and respective addresses of its directors (optional, unless directors are required under the laws of the state or country of which it is incorporated):

| NAME          | ADDRESS                                   |
|---------------|-------------------------------------------|
| Matthew Gline | 151 West 42nd Street, 15 fl, NY, NY 10036 |
| Eric Venker   | 151 West 42nd Street, 15 fl, NY, NY 10036 |
| Rakhi Kumar   | 151 West 42nd Street, 15 fl, NY, NY 10036 |
| Jo Chen       | 151 West 42nd Street, 15 fl, NY, NY 10036 |

Check the box to indicate an attachment ☐

8. (b) The names and respective addresses of its principal officers (mandatory if directors are not required under the laws of the state or country of which it is incorporated):

| OFFICE         | NAME | ADDRESS |
|----------------|------|---------|
| PRESIDENT      |      |         |
| VICE PRESIDENT |      |         |
| TREASURER      |      |         |
| SECRETARY      |      |         |

Check the box to indicate an attachment ☒

9. The aggregate number of shares which it has authority to issue, itemized by classes, par value of shares, shares without par value, and series, if any, within a class, is:

| NUMBER OF SHARES | CLASS  | SERIES | PAR VALUE OR STATE NO PAR VALUE |
|------------------|--------|--------|---------------------------------|
| 1,000            | Common |        | \$.01                           |
|                  |        |        |                                 |
|                  |        |        |                                 |
|                  |        |        |                                 |

10. An estimate, as a percentage, of the proportion that the estimated value of the property of the corporation to be located within this state during the following year bears to the value of all property of the corporation to be owned during the following year, wherever located. (Note: Percentage obtained from worksheet.)

.3 %

11. An estimate, as a percentage, of the proportion of the gross amount of business to be transacted by the corporation at or from places of business in Rhode Island during the following year compared to the gross amount thereof which will be transacted by the corporation during the following year. (Note: Percentage obtained from worksheet.)

.2 %

| Name            | Title                                  | Address                                              |
|-----------------|----------------------------------------|------------------------------------------------------|
| Matthew Gline   | Director                               | 151 West 42nd Street, 15th Floor, New York, NY 10036 |
| Eric Venker     | Director                               | 151 West 42nd Street, 15th Floor, New York, NY 10036 |
| Rakhi Kumar     | Director                               | 151 West 42nd Street, 15th Floor, New York, NY 10036 |
| Jo Chen         | Director                               | 151 West 42nd Street, 15th Floor, New York, NY 10036 |
| Vivek Ramaswamy | Executive Chairman                     | 151 West 42nd Street, 15th Floor, New York, NY 10036 |
| Matthew Gline   | Chief Executive Officer                | 151 West 42nd Street, 15th Floor, New York, NY 10036 |
| Mayukh Sukhatme | President and Chief Investment Officer | 151 West 42nd Street, 15th Floor, New York, NY 10036 |
| Benjamin Zimmer | President, Roivant Health              | 151 West 42nd Street, 15th Floor, New York, NY 10036 |
| Rakhi Kumar     | Chief Accounting Officer               | 151 West 42nd Street, 15th Floor, New York, NY 10036 |
| Eric Venker     | President and Chief Operating Officer  | 151 West 42nd Street, 15th Floor, New York, NY 10036 |
| Roger Sidhu     | Chief Medical Officer & Head of R&D    | 151 West 42nd Street, 15th Floor, New York, NY 10036 |
| Dan Rothman     | Chief Information Officer              | 151 West 42nd Street, 15th Floor, New York, NY 10036 |
| Jo Chen         | General Counsel & Secretary            | 151 West 42nd Street, 15th Floor, New York, NY 10036 |
| Brett Yacker    | Senior Global Tax Counsel              | 151 West 42nd Street, 15th Floor, New York, NY 10036 |

12. This application must be accompanied by a Certificate of Good Standing/Letter of Status from the state or country of formation dated within 60 days of the date of this filing.

13. Date when the Certificate of Authority will be effective: **CHECK ONE BOX ONLY**

☒ Date received (Upon filing)

☐ Later effective date (Date must be no more than 90 days from the date of filing) \_\_\_\_\_

*Under penalty of perjury, I declare and affirm that I have examined this Application for Certificate of Authority, including any accompanying attachments, and that all statements contained herein are true and correct.*

Type or Print Name of Authorized Officer

Eric Venker

Date

3/22/2021

Signature of Authorized Officer of the Corporation

*Eric Venker*

SIGN DOCUMENT HERE

# Delaware

The First State

Page 1

I, JEFFREY W. BULLOCK, SECRETARY OF STATE OF THE STATE OF DELAWARE, DO HEREBY CERTIFY "ROIVANT SCIENCES, INC." IS DULY INCORPORATED UNDER THE LAWS OF THE STATE OF DELAWARE AND IS IN GOOD STANDING AND HAS A LEGAL CORPORATE EXISTENCE SO FAR AS THE RECORDS OF THIS OFFICE SHOW, AS OF THE TWENTY-THIRD DAY OF MARCH, A.D. 2021.

AND I DO HEREBY FURTHER CERTIFY THAT THE ANNUAL REPORTS HAVE BEEN FILED TO DATE.

AND I DO HEREBY FURTHER CERTIFY THAT THE SAID "ROIVANT SCIENCES, INC." WAS INCORPORATED ON THE TWENTY-FOURTH DAY OF FEBRUARY, A.D. 2014.

AND I DO HEREBY FURTHER CERTIFY THAT THE FRANCHISE TAXES HAVE BEEN PAID TO DATE.



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SR# 20210999403

You may verify this certificate online at [corp.delaware.gov/authver.shtml](http://corp.delaware.gov/authver.shtml)

A handwritten signature in black ink, appearing to read "JBullock", is written over a horizontal line. Below the line, the text "Jeffrey W. Bullock, Secretary of State" is printed in a small font.

Authentication: 202795490

Date: 03-23-21



State of Rhode Island

**Department of State | Office of the Secretary of State**

**Nellie M. Gorbea**, *Secretary of State*

I, NELLIE M. GORBEA, Secretary of State of the State of Rhode Island,  
hereby certify that this document, duly executed in accordance with the provisions  
of Title 7 of the General Laws of Rhode Island, as amended, has been filed in this

office on this day:

March 23, 2021 12:13 PM

A handwritten signature in blue ink, appearing to read "Nellie M. Gorbea". The signature is fluid and cursive.

Nellie M. Gorbea  
*Secretary of State*

