### FORM 4

# **UNITED STATES SECU**

Washington, D.C. 20549

| ΚIJ | ILS | AND | EXCI | HANGE | COMM | IISSION | ۷ |
|-----|-----|-----|------|-------|------|---------|---|
|     |     |     |      |       |      |         |   |

(A) or (D)

A

D

Amount

4,750

2,331(1)

Price

**\$0** 

\$38.64

Transaction(s)

(Instr. 3 and 4)

7,133

4,802

30,000

D

D Ī

By IRA

|   | OMB APPROVAL             |           |  |  |  |  |  |  |  |  |
|---|--------------------------|-----------|--|--|--|--|--|--|--|--|
|   | OMB Number:              | 3235-0287 |  |  |  |  |  |  |  |  |
| - | Estimated average hurden |           |  |  |  |  |  |  |  |  |

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).

Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See

Instruction 10.

Common Shares

Common Shares

Common Shares

# STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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*  Car Bruce                              |         |       |   | ssuer Name <b>and</b> Ticker<br>ohaven Ltd. [BF |   | rmbol  | Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director 10% Owner |                                     |                                  |          |  |  |
|--|---------|-------|---|---|---|--|--|-------------------------------------|----------------------------------|----------|--|--|
| (Last) (First) (Middle) C/O BIOHAVEN LTD. 215 CHURCH STREET                      |         |       |   | Date of Earliest Transact                       | tion (Month/D                           | ay/Year)   |  | Officer (give title below)          | Other<br>below<br>ntific Officer | (specify |  |  |
|  |         |       | 4. If                                   | Amendment, Date of C                            | Original Filed (                        | Month/Day/Year)  | 6. Individual or Joint/Group Filing (Check Applicable                                    |                                     |                                  |          |  |  |
| (Street) NEW HAVEN   | CT      | 06510 |   |   |   |  | Line)  | Form filed by One Form filed by Mon |                                  |          |  |  |
| (City)   | (State) | (Zip) |   |   |   |  |  |                                     |                                  |          |  |  |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |         |       |   |   |   |  |  |                                     |                                  |          |  |  |
| Date   |         |       | 2. Transaction<br>Date<br>(Month/Day/Ye | Execution Date,                                 | 3.<br>Transaction<br>Code (Instr.<br>8) | 4. Securities Acquired (A)<br>Disposed Of (D) (Instr. 3, 4 |  |                                     |                                  |          |  |  |

Code

M

F

| Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities) |   |  |   |      |  |         |  |                     |                    |   |                                     |   |  |  |  |
|--|---|--|---|------|--|---------|--|---------------------|--------------------|---|-------------------------------------|---|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3)  | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) |      | Transaction Code (Instr. 8)  Derivation Securition Acquire Dispose |         | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of<br>(D) (Instr. 3, 4<br>and 5) |                     | ite                | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                                     | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|  |   |  |   | Code | v  | (A)     | (D)  | Date<br>Exercisable | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |   | Transaction(s)<br>(Instr. 4)   |  |  |
| Stock<br>Options<br>(Right to<br>buy)  | \$38.64   | 01/05/2025                                 |   | A    |  | 112,000 |  | (2)                 | 01/05/2035         | Common<br>Shares  | 112,000                             | \$0   | 112,000  | D  |  |
| Restricted<br>Share Unit<br>Award  | (3)   | 01/05/2025                                 |   | A    |  | 19,000  |  | (4)                 | (5)                | Common<br>Shares  | 19,000                              | \$0 <sup>(3)</sup>                                  | 19,000   | D  |  |
| Restricted<br>Share Unit<br>Award  | (3)   | 01/05/2025                                 |   | М    |  |         | 4,750  | (4)                 | (5)                | Common<br>Shares  | 4,750                               | \$0 <sup>(3)</sup>                                  | 14,250   | D  |  |

#### **Explanation of Responses:**

1. No shares were sold - these shares were withheld by the Issuer to satisfy tax withholding requirements in connection with the vesting of restricted share units.

01/05/2025

01/05/2025

- 2. The shares underlying this option vest in four equal installments on January 5, 2025, 2026, 2027 and 2028, subject to the Reporting Person's continuous service with the Issuer at each vesting date.
- 3. Each restricted share unit represents the contingent right to receive one common share of the Issuer.
- 4. The reporting person was granted 19,000 restricted share units on January 5, 2025, vesting in four equal installments on January 5, 2025, 2026, 2027 and 2028, subject to the reporting person's continued service with the Issuer at each vesting date
- 5. Not applicable

### Remarks:

/s/ George Clark, Attorney-in-

01/07/2025

**Fact** 

\*\* Signature of Reporting Person

Date

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

- $^{\star}$  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.