## FORM 4

(Print or Type Reconces)

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person *  Ahrens Brenton Karl			I	2. Issuer Name and Ticker or Trading Symbol Iterum Therapeutics plc [ITRM]						5. Relationship of Reporting Person(s) to Issuer (Check all applicable) _X_ Director							
(Last) (First) (Middle) C/O CANAAN PARTNERS, 285 RIVERSIDE AVE., SUITE 250				3. Date of Earliest Transaction (Month/Day/Year) 01/21/2020							Officer (	give titl	e below)	Other (s	pecify below)		
(Street) WESTPORT, CT 06880			4. If Amendment, Date Original Filed(Month/Day/Year)						6. Individual or Joint/Group FilingCheck Applicable Line) X. Form filed by One Reporting Person Form filed by More than One Reporting Person								
(City) (State) (Zip)			(Zip)	Table I - Non-Derivative Securities Acqui						ired, Disposed of, or Beneficially Owned							
1.Title of Security (Instr. 3)  2. Transaction Date (Month/Day/Ye		2A. Deemed Execution Date, if any (Month/Day/Year)		f Code (Inst	3. Transaction Code (Instr. 8)		4. Securities Acquir (A) or Disposed of (Instr. 3, 4 and 5)				wing	curities Beneficially g Reported Transaction(s)		Ownership Form:	7. Nature of Indirect Beneficial Ownership		
						ode	V	Amou	nt (A) or (D)	Price					or Indirect (I) (Instr. 4)	(Instr. 4)	
			Table II					this fo currer ed, Disp	orm are ntly va posed o		red to r introl n	espond ur umber.		ormation co the form dis		SEC 1	474 (9-02)
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	Code	tion Deri Secu Acqu Disp	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and		Expirat	ate Exercisable and ration Date nth/Day/Year)		Under (Instr.	tle and Amount of erlying Securities r. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction ((Instr. 4)	Ownersh Form of Derivativ Security: Direct (D or Indirec	Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)		sable E		Title	Numb Shares			(msu: 1)	(mstr. 1)	
6.500% Exchangeable Senior Subordinated Note due 2025	(1) (2)	01/21/2020		A	2,00	\$ 00,000		<u>(1)(</u>	(2) 0	01/31/2025	Ordir Shar	- 17. 17.1	),000	\$ 2,000,000	\$ 2,000,000	) I	By Canaan X L.P

### **Reporting Owners**

	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
Ahrens Brenton Karl C/O CANAAN PARTNERS 285 RIVERSIDE AVE., SUITE 250 WESTPORT, CT 06880	X						

### **Signatures**

/s/ Janine MacDonald, Attorney-in-Fact for Brenton Karl Ahrens	01/23/2020
**Signature of Reporting Person	Date

### **Explanation of Responses:**

- \* 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).
- On January 21, 2020, Iterum Therapeutics Bermuda Limited (the "Issuer"), a wholly-owned subsidiary of Iterum Therapeutics plc (the "Company"), issued and sold, among other things, 6.500% exchangeable senior subordinated notes due 2025 (the "Exchangeable Notes") pursuant to a securities purchase agreement among the Issuer, the Company, the Company's wholly-owned subsidiaries and a group of accredited investors. Subject to the terms of the indenture governing the Exchangeable Notes, on or after January 21, 2021 until the second scheduled trading day immediately preceding January 15, 2025, holders may exchange the Exchangeable Notes at any time. The Exchangeable Notes are exchangeable into, at the Company's election, Ordinary Shares of the Company, cash or a combination of Ordinary Shares and cash, at an initial exchange rate of 1,000 shares per \$1,000 principal amount of Exchangeable Notes (equivalent to an initial exchange price of approximately \$1.00
- (2) (Continued from footnote 1) The Exchangeable Notes mature on January 31, 2025, unless earlier exchanged, redeemed or repurchased in accordance with their terms.

This Exchangeable Note is held directly by Canaan X L.P. (the "Canaan Fund"). The sole general partner of the Canaan Fund is Canaan Partners X LLC ("Canaan X", and together with the Canaan Fund, the "Canaan Entities"). Investment and voting decisions with respect to the securities held by the Canaan Fund are made by the managers of Canaan X, collectively. The reporting person, a manager and member of Canaan X, serves as the representative of the Canaan Entities on the Company's board of directors. The reporting person disclaims Section 16 beneficial ownership in the securities held by the Canaan Entities, except to the extent of his pecuniary interest therein, if any, in such securities by virtue of the limited liability company interests he owns in Canaan X.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.