

FORM 4

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

OMB APPROVAL

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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☐ Check this box if no
longer subject to
Section 16. Form 4 or
Form 5 obligations
may continue. See
Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Malik Shahzad			2. Issuer Name and Ticker or Trading Symbol Iterum Therapeutics plc [ITRM]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) ☒ Director ☐ 10% Owner ☐ Officer (give title below) ☐ Other (specify below)		
(Last) (First) (Middle) C/O ITERUM THERAPEUTICS PLC, BLK 2, FL. 3, HARCOURT CENTRE, HARCOURT ST.			3. Date of Earliest Transaction (Month/Day/Year) 05/30/2018					
(Street) DUBLIN, L2 2			4. If Amendment, Date Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) ☒ Form filed by One Reporting Person ☐ Form filed by More than One Reporting Person		
(City) (State) (Zip)			Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned					

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Ordinary Shares	05/30/2018		C	13,921 A	(1) 13,921	I	By Advent Life Sciences LLP (2)
Ordinary Shares	05/30/2018		C	7,771 A	(3) 21,692	I	By Advent Life Sciences LLP (2)
Ordinary Shares	05/30/2018		P	8,144 A	\$ 13 29,836	I	By Advent Life Sciences LLP (2)
Ordinary Shares	05/30/2018		C	391,147 A	(1) 391,147	I	By Advent Life Sciences Fund II LP (4)
Ordinary Shares	05/30/2018		C	218,338 A	(3) 609,485	I	By Advent Life Sciences Fund II LP
Ordinary Shares	05/30/2018		P	228,840 A	\$ 13 838,325	I	By Advent Life Sciences Fund II LP

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

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contained in this form are not required to respond unless the
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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. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		By

Series B-1 Preferred Shares	(1)	05/30/2018		C			13,921	(1)	(5)	Ordinary Shares	13,921	\$ 0	0	I	Advent Life Sciences LLP (2)
Series B-2 Preferred Shares	(3)	05/30/2018		C			7,771	(3)	(5)	Ordinary Shares	7,771	\$ 0	0	I	By Advent Life Sciences LLP (2)
Series B-1 Preferred Shares	(1)	05/30/2018		C			391,147	(1)	(5)	Ordinary Shares	391,147	\$ 0	0	I	By Advent Life Sciences Fund II LP (4)
Series B-2 Preferred Shares	(3)	05/30/2018		C			218,338	(3)	(5)	Ordinary Shares	218,338	\$ 0	0	I	By Advent Life Sciences Fund II LP (4)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Malik Shahzad C/O ITERUM THERAPEUTICS PLC, BLK 2 FL. 3, HARCOURT CENTRE, HARCOURT ST. DUBLIN, L2 2	X			

Signatures

/s/ Shahzad Malik	05/30/2018
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).
- (1) The Series B-1 Preferred Shares automatically converted into Ordinary Shares of the Issuer on a 1-to-1 basis upon closing of the initial public offering of the Issuer.
- (2) Securities are held by Advent Life Sciences LLP ("Advent"). The Reporting Person is a general partner of Advent, and disclaims beneficial ownership of the shares held by Advent except to the extent of his indirect pecuniary interest therein.
- (3) The Series B-2 Preferred Shares automatically converted into Ordinary Shares of the Issuer on a 1-to-1 basis upon closing of the initial public offering of the Issuer.
- (4) Securities are held by Advent Life Sciences Fund II LP. Advent is the general partner of Advent Life Sciences Fund II LP and the Reporting Person is a general partner of Advent. The Reporting Person disclaims beneficial ownership of the shares held by Advent Life Sciences Fund II LP except to the extent of his indirect pecuniary interest therein.
- (5) Not applicable.

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

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