

ARROWHEAD PHARMACEUTICALS, INC.

Reported by
LI ZHEN

FORM 3

(Initial Statement of Beneficial Ownership)

Filed 01/29/18 for the Period Ending 01/25/18

Address	225 SOUTH LAKE AVENUE SUITE 1050 PASADENA, CA, 91101
Telephone	626-304-3400
CIK	0000879407
Symbol	ARWR
SIC Code	2834 - Pharmaceutical Preparations
Industry	Biotechnology & Medical Research
Sector	Healthcare
Fiscal Year	09/30

INITIAL STATEMENT OF 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

1. Name and Address of Reporting Person * Li Zhen	2. Date of Event Requiring Statement (MM/DD/YYYY) 1/25/2018	3. Issuer Name and Ticker or Trading Symbol ARROWHEAD PHARMACEUTICALS, INC. [ARWR]
(Last) (First) (Middle) 225 S. LAKE AVE, SUITE 1050	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Snr. VP, Chemistry and Mfg /	
(Street) PASADENA, CA 91101	5. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
(City) (State) (Zip)		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	167200 (1)	D	

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
Stock Option	3/27/2014 (2)	3/27/2024	Common Stock	60000	\$16.33	D	
Stock Option	12/10/2014 (2)	12/10/2024	Common Stock	47500	\$5.45	D	
Stock Option	1/1/2016 (2)	1/1/2026	Common Stock	50000	\$6.15	D	

Explanation of Responses:

- (1) Includes a total of 150,000 shares underlying restricted stock units. 85,000 of these restricted stock units will vest in January 2019, and the remaining 65,000 will vest in 4 equal annual tranches beginning in January 2019.
- (2) Option vests and becomes exercisable over a four year period from date of grant.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Li Zhen 225 S. LAKE AVE SUITE 1050 PASADENA, CA 91101			Snr. VP, Chemistry and Mfg	

Signatures

/s/ Zhen Li

1/29/2018

—Signature of Reporting Person

Date

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

* If the form is filed by more than one reporting person, *see* Instruction 5(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.

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