## SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

**SCHEDULE 13G** 

Under the Securities Exchange Act of 1934

## **VERONA PHARMA PLC**

(Name of Issuer)

Ordinary Shares, nominal value £0.05 per share (Title of Class of Securities)

> 925050106\*\* (CUSIP Number)

July 22, 2020 (Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

□ Rule 13d-1(b)

 $\boxtimes$  Rule 13d-1(c)

□ Rule 13d-1(d)

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934, as amended ("Exchange Act") or otherwise subject to the liabilities of that section of the Exchange Act but shall be subject to all other provisions of the Exchange Act (however, see the Notes).

<sup>\*</sup> The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

<sup>\*\*</sup> The CUSIP number is for the American Depositary Shares that trade on the NASDAQ Global Market, each representing eight ordinary shares. No CUSIP number has been assigned to the ordinary shares.

CUSIP No. 925050106

CUSIPN	No. 9250501	106		Page 2 of 9		
1.	NAME OF REPORTING PERSON					
	AI Biotechnology LLC					
2.	CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
	(a) 🗆	(b)				
3.	SEC USE ONLY:					
4.	CITIZENSHIP OR PLACE OF ORGANIZATION:					
	State of	of D	Delaware			
		5.	SOLE VOTING POWER:			
NUTIN	IBER OF		0			
	IARES	6.	SHARED VOTING POWER:			
	FICIALLY NED BY		44,444,448			
E	EACH	7.				
	ORTING ERSON		0			
V	WITH	8.	SHARED DISPOSITIVE POWER:			
			44,444,448			
9.	AGGREG	ATE	AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:			
	44,444	4,44	18			
10.	CHECK I	FTH	HE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS): $\Box$			
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):					
	10.7%(1)					
12.	TYPE OF	REF	PORTING PERSON (SEE INSTRUCTIONS):			
	00 (I	Limi	ited Liability Company)			

(1) Based on 414,278,294 of the Issuer's voting Ordinary Shares outstanding as of July 22, 2020, as reported in the Issuer's press release dated July 22, 2020.

CUSIP No. 925050106

CUSIP N	No. 9250502	106	Page 3 of 9			
1.	NAME OF REPORTING PERSON					
	Access I	industrias Holdings I I C				
2.	Access Industries Holdings LLC CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
	(a) 🗆	(b) 🗆				
3.	SEC USE	ONLY:				
4.	CITIZENSHIP OR PLACE OF ORGANIZATION:					
State of Delaware						
		5. SOLE VOTING POWER:				
		0				
	IBER OF	6. SHARED VOTING POWER:				
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	NED BY EACH	44,444,448       7. SOLE DISPOSITIVE POWER;				
	ORTING	7. SOLE DISPOSITIVE POWER:				
	ERSON	0				
	WITH	8. SHARED DISPOSITIVE POWER:				
		44,444,448				
9.	AGGREG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:				
	44,444	4 448				
10.		F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):				
11.	I. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):					
	10.7%	5(1)				
12.	TYPE OF	REPORTING PERSON (SEE INSTRUCTIONS):				
	00.0	Limited Liability Company)				
	UU (I					

(1) Based on 414,278,294 of the Issuer's voting Ordinary Shares outstanding as of July 22, 2020, as reported in the Issuer's press release dated July 22, 2020.

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CUSIP No. 925050106

CUSIPI	No. 925050	106	Page 4 of 9			
1.	NAME OF REPORTING PERSON					
	Access I	ndustries Management, LLC				
2.	2. CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
	(a) 🗆	(b) 🗆				
3.	SEC USE ONLY:					
4.	CITIZEN	SHIP OR PLACE OF ORGANIZATION:				
	State of Delaware					
		5. SOLE VOTING POWER:				
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V	WITH	8. SHARED DISPOSITIVE POWER:				
		44,444,448				
9.	AGGREG	ATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON:				
	44,44	4,448				
10.	CHECK I	F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):				
11.	PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):					
	10.7%	5(1)				
12.	TYPE OF	REPORTING PERSON (SEE INSTRUCTIONS):				
	00 (I	Limited Liability Company)				
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(1) Based on 414,278,294 of the Issuer's voting Ordinary Shares outstanding as of July 22, 2020, as reported in the Issuer's press release dated July 22, 2020.

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Page 4 of 9

CUSIP No. 925050106

10. 923030		Page 5 01 9			
NAME O	F REPORTING PERSON				
Len Bla	vatnik				
CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS)					
(a)  (b)  (c)  (c)  (c)  (c)  (c)  (c)  (c)  (c					
SEC USE	ONLY:				
CITIZENSHIP OR PLACE OF ORGANIZATION:					
Unite					
	5. SOLE VOTING POWER:				
MBER OF	0				
	6. SHARED VOTING POWER:				
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PORTING					
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WIII	8. SHARED DISPOSITIVE POWER:				
-	44,444,448				
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44,44	4,448				
CHECK I	F THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS): $\Box$				
11. PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9):					
10.7%	6(1)				
TYPE OF	REPORTING PERSON (SEE INSTRUCTIONS):				
00 (1	Limited Liability Company)				
	NAME O Len Bla CHECK T (a)  SEC USE CITIZEN Unite MBER OF HARES EFICIALLY NED BY EACH PORTING ERSON WITH AGGGREC 44,44 CHECK I PERCEN 10.7% TYPE OF	NAME OF REPORTING PERSON Len Blavatnik CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (SEE INSTRUCTIONS) (a) (b) SEC USE ONLY: CITIZENSHIP OR PLACE OF ORGANIZATION: United States of America 5. SOLE VOTING POWER: 0 G. SHARED VOTING POWER: 44,444,448 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES (SEE INSTRUCTIONS):			

(1) Based on 414,278,294 of the Issuer's voting Ordinary Shares outstanding as of July 22, 2020, as reported in the Issuer's press release dated July 22, 2020.

#### CUSIP No. 925050106

### Item 1

## (a) Name of Issuer:

Verona Pharma Plc (the "<u>Issuer</u>").

#### (b) Address of Issuer's Principal Executive Offices:

3 More London Riverside London SE1 2RE United Kingdom

## Item 2

#### (a) Name of Person Filing:

Each of the following is referred to herein as a "<u>Reporting Person</u>" and collectively as the "<u>Reporting Persons</u>." This statement is filed on behalf of:

AI Biotechnology LLC Access Industries Holdings LLC Access Industries Management, LLC Len Blavatnik

#### (b) Address of Principal Business Office or, if none, Residence:

The address of each of the Reporting Persons is:

c/o Access Industries, Inc. 40 West 57<sup>th</sup> Street, 28<sup>th</sup> Floor New York, NY 10019

## (c) Citizenship:

Mr. Blavatnik is a citizen of the United States of America. Each of the other Reporting Persons is organized under the laws of the State of Delaware.

#### (d) Title of Class of Securities:

Ordinary Shares, nominal value £0.05 per share ("Ordinary Shares")

#### (e) CUSIP Number:

925050106

## Item 3. If this statement is filed pursuant to §§ 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

Not applicable.

CUSIP No. 925050106

#### Item 4. Ownership.

## (a-c)

The ownership information presented below represents beneficial ownership of the Issuer's Ordinary Shares as of July 21, 2020, based on 414,278,294 of the Issuer's voting ordinary shares outstanding as of July 22, 2020, as reported in the Issuer's press release dated July 22, 2020.

	Amount beneficially	Percent	Sole power to vote or to direct the	Shared power to vote or to direct	Sole power to dispose or to direct the disposition	Shared power to dispose or to direct the disposition
Reporting Person	owned	of class:	vote:	the vote:	of:	of:
AI Biotechnology LLC	44,444,448	10.7%	0	44,444,448	0	44,444,448
Access Industries Holdings LLC	44,444,448	10.7%	0	44,444,448	0	44,444,448
Access Industries Management, LLC	44,444,448	10.7%	0	44,444,448	0	44,444,448
Len Blavatnik	44,444,448	10.7%	0	44,444,448	0	44,444,448

Each of Access Industries Holdings LLC, Access Industries Management, LLC and Len Blavatnik may be deemed to beneficially own the shares of the Issuer's Ordinary Shares beneficially owned by AI Biotechnology LLC, a subsidiary in a multi-tier corporate structure of which Access Industries Holdings LLC is the parent holding company and is ultimately managed by Access Industries Management, LLC and controlled by Mr. Blavatnik.

## Item 5. Ownership of Five Percent or Less of a Class.

Not applicable.

#### Item 6. Ownership of More than Five Percent on Behalf of Another Person.

Not applicable.

# Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on by the parent Holding Company or Control Person.

Not applicable.

## Item 8. Identification and Classification of Members of the Group.

Not applicable.

## Item 9. Notice of Dissolution of Group.

Not applicable.

## Item 10. Certifications.

By signing below the Reporting Persons certify that, to the best of their knowledge and belief, the securities referred to above were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the Issuer and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect, other than activities solely in connection with a nomination under Exchange Act Rule 14a-11.

### SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I cercorrect.	tify that the information set forth in this statement is true, complete and
Date: July 24, 2020	
AI BIOTECHNOLOGY LLC	By: Access Industries Management, LLC, Its Manager
	/s/ Alejandro Moreno Signature
	Alejandro Moreno / Executive Vice President Name/Title
ACCESS INDUSTRIES HOLDINGS LLC	By: Access Industries Management, LLC, Its Manager
	/s/ Alejandro Moreno Signature
	Alejandro Moreno / Executive Vice President Name/Title
ACCESS INDUSTRIES MANAGEMENT, LLC	By:
	/s/ Alejandro Moreno Signature
	Alejandro Moreno / Executive Vice President Name/Title
	* Signature
	Len Blavatnik

Name

\* The undersigned, by signing his name hereto, executes this Joint Filing Agreement pursuant to the Power of Attorney executed on behalf of Mr. Blavatnik (filed as Exhibit 99.2 to his Schedule 13G related to the common stock of Pandion Therapeutics, Inc. filed on July 24, 2020).

By: /s/ Alejandro Moreno

Name: Alejandro Moreno Attorney-in-Fact

#### JOINT FILING AGREEMENT

The undersigned agree that the attached Schedule 13G dated July 24, 2020 relating to the ordinary shares, nominal value £0.05 per share, of Verona Pharma Plc shall be filed on behalf of the undersigned.

Dated: July 24, 2020

AI BIOTECHNOLOGY LLC	
	By: Access Industries Management, LLC, Its Manager
	/s/ Alejandro Moreno
	Signature
	Alejandro Moreno / Executive Vice President
	Name/Title
ACCESS INDUSTRIES HOLDINGS LLC	
	By: Access Industries Management, LLC, Its Manager
	/s/ Alejandro Moreno
	Signature
	Alejandro Moreno / Executive Vice President
	Name/Title
ACCESS INDUSTRIES MANAGEMENT, LLC	
	By:
	/s/ Alejandro Moreno
	Signature
	Alejandro Moreno / Executive Vice President
	Name/Title
	*
	Signature
	Len Blavatnik

Name

\* The undersigned, by signing his name hereto, executes this Joint Filing Agreement pursuant to the Power of Attorney executed on behalf of Mr. Blavatnik (filed as Exhibit 99.2 to his Schedule 13G related to the common stock of Pandion Therapeutics, Inc. filed on July 24, 2020).

By: /s/ Alejandro Moreno

Name: Alejandro Moreno Attorney-in-Fact