## Edgar Filing: Bowers Kimberly S. - Form 4

Bowers Kir	nberly S.										
Form 4	12										
April 30, 20	ЛЛ		<b>CECU</b>						OMB A	PPROVA	AL.
	UNITED	STATES		RITIES A shington			COMMISSIO		B nber:	3235-	
Check this box if no longer subject to Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,								F Esti bur resj	Expires: January 31, 2005 Estimated average burden hours per response 0.5		
obligati may con <i>See</i> Inst 1(b).	ons ntinue. Section 17(	(a) of the P	ublic U	tility Hol	ding Co		of 1935 or Sect				
(Print or Type	Responses)										
1. Name and Bowers Ki	Address of Reporting mberly S.		Symbol	er Name <b>an</b> RO ENEI		-	5. Relationship Issuer	of Repo	rting Per	rson(s) to	
			[VLO]			NI/IA	(Ch	neck all a	pplicabl	e)	
(Mont			(Month/I	Date of Earliest Transaction Director Month/Day/Year) Z Officer (give below)				e title 10% Owner Other (specify below)			
P.O. BOX	090000		04/30/2	2013				EV	Р		
			Month/Day/Year) Applicable Line) _X_ Form filed by O			oy One Rej					
SAN ANT	ONIO, TX 78269	-6000					Form filed by Person	y More tha	an One R	eporting	
(City)	(State)	(Zip)	Tab	le I - Non-	Derivative	Securities A	Acquired, Disposed	l of, or B	eneficia	lly Owne	d
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution I any (Month/Day	Date, if	3. Transactic Code (Instr. 8)	Disposed (Instr. 3,	(A) or of (D) 4 and 5) (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Own Form: I (D) or I (I) (Instr. 4	Direct Indirect	7. Nature Indirect Beneficia Ownersh (Instr. 4)	al ip
					Amount						
Reminder: Re	port on a separate line	e for each cla	ss of sec	urities bene	Perso	ons who res	or indirectly. spond to the colle tained in this form			SEC 1474 (9-02)	

information contained in this form are not (9-0 required to respond unless the form displays a currently valid OMB control number.

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	ionNumber	Expiration Date	Amount of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	Secu

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8		Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Secur (Instr	tities 3 and 4)	(Instr. 5)	Bene Owne Follo Repo Trans (Instr		
			Code	V	(A) (A		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address		Relationsh		
	Director	10% Owner	Officer	Other
Bowers Kimberly S.				
P.O. BOX 696000			EVP	
SAN ANTONIO, TX 78269-6000				
Signatures				
J. Stephen Gilbert, as Attorney-in-	Fact for K	Cimberly S.		04/30/2013
Bowers				04/30/2013
<u>**</u> Signature of Reporting	g 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).

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. ly: Times New Roman, Times, Serif; font-size: 10pt">NUMBER OF

SHARES

BENEFICIALLY

OWNED BY EACH

REPORTING

PERSON WITH

5

SOLE VOTING POWER

0

#### 6

## SHARED VOTING POWER

#### 2,484,408 Ordinary Shares

#### 7

## SOLE DISPOSITIVE POWER

0

## 8

## SHARED DISPOSITIVE POWER

2,484,408 Ordinary Shares

## AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

## 9

2,484,408 Ordinary Shares CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES

## 10

## PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

## 11

6.2% (See Item 4) TYPE OF REPORTING PERSON

## 12

FI

#### CUSIP NO. G72800108 SCHEDULE 13G Page 3 of 6

This Amendment No. 1 amends and restates in its entirety the Schedule 13G filed by Woodford Patient Capital Trust Plc on February 13, 2018 (as amended and restated, this "Schedule 13G").

#### Item 1(a). Name of Issuer:

Prothena Corporation Public Limited Company (the "Issuer").

#### Item 1(b). Address of Issuer's Principal Executive Offices:

Adelphi Plaza Upper George's Street Dún Laoghaire Co. Dublin, A96 T927, Ireland

#### Items 2(a),

#### (b) and (c). Name of Persons Filing, Address of Principal Business Office and Citizenship:

This Schedule 13G is being filed on behalf of Woodford Patient Capital Trust Plc (the "Reporting Person").

The principal business office of the Reporting Person is 9400 Garsington Road, Oxford OX4 2HN, United Kingdom. For the place of organization, see Item 4 of the cover page.

#### Item 2(d). Title of Class of Securities:

Ordinary Shares, par value \$0.01 per share (the "Ordinary Shares").

#### Item 2(e). CUSIP Number:

#### G72800108

Explanation of Responses:

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:

(a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 780).

(b) Bank as defined in section 3(a)(6) of the Act (15 U.S.C. 78c).

(c) Insurance company as defined in section 3(a)(19) of the Act (15 U.S.C. 78c).

(d) Investment company registered under section 8 of the Investment Company Act of 1940 (15 U.S.C 80a-8).

(e) An investment adviser in accordance with §240.13d-1(b)(1)(ii)(E);

(f) An employee benefit plan or endowment fund in accordance with §240.13d-1(b)(1)(ii)(F);

(g) A parent holding company or control person in accordance with § 240.13d-1(b)(1)(ii)(G);

#### CUSIP NO. G72800108 SCHEDULE 13G Page 4 of 6

(h) A savings associations as defined in Section 3(b) of the Federal Deposit Insurance Act (12 U.S.C. 1813);

(i) A church plan that is excluded from the definition of an investment company under section 3(c)(14) of the Investment Company Act of 1940 (15 U.S.C. 80a-3);

(j) A non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J).

Group, in accordance with §240.13d-1(b)(1)(ii)(K).

(k) If filing as a non-U.S. institution in accordance with §240.13d-1(b)(1)(ii)(J), please specify the type of institution: The Reporting Person is eligible to file pursuant to §240.13d-1(b)(1)(ii)(J) and is an investment company authorized and regulated by the Financial Conduct Authority of the United Kingdom which is comparable to the regulatory scheme applicable to the investment companies covered by Item 3(d) above.

#### Item 4. Ownership.

- (a) Amount beneficially owned:
- 2,484,408 Ordinary Shares.

#### (b) Percent of class:

Based on 39,863,711 Ordinary Shares of the Issuer outstanding as of October 26, 2018, as reported in the Issuer's Current Report on Form 10-Q, filed with the SEC on November 6, 2018, the Reporting Person beneficially owns approximately 6.2% of the issued and outstanding Ordinary Shares of the Issuer.

#### (c)<u>Number of shares to which such person has</u>:

(i) Sole power to vote or direct the vote: 0

#### Explanation of Responses:

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- (ii) Shared power to vote or direct the vote: 2,484,408 Ordinary Shares \*
- (iii) Sole power to dispose or to direct the disposition of: 0

(iv) Shared power to dispose of or direct the disposition of: 2,484,408 Ordinary Shares \*

\*This statement is being filed on behalf of Woodford Patient Capital Trust Plc (the "Woodford Fund") with respect to Ordinary Shares held of record by it. Woodford Investment Management Ltd is the investment manager (the "Manager") of the Woodford Fund, providing services to the Woodford Fund and Link Fund Solutions, the operator of the Woodford Fund. Pursuant to a Management Agreement between the Woodford Fund and the Manager (the "Management Agreement"), the Manager has investment discretion and voting power over securities held of record by the Woodford Fund, including the Ordinary Shares. As a result, the Manager may be deemed to be the beneficial owner of such Ordinary Shares. Neil Woodford is the Head of Investment for the Manager, and as such, may be deemed to beneficially own the Ordinary Shares beneficially owned by the Manager (but expressly disclaims such beneficial ownership except to the extent of any pecuniary interest therein). The Woodford Fund is also a beneficial owner of such Ordinary Shares because, pursuant to the terms of the Management Agreement, it may give the Manager disposition and voting instructions for the Woodford Fund's securities, including the Ordinary Shares.

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## 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.

# ItemIdentification and Classification of the Subsidiary Which Acquired the Security Being Reported By the7.Parent Holding Company.

Not applicable.

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

Not applicable.

## Item 9. Notice of Dissolution of a Group.

Not applicable.

## Item 10. Certification.

By signing below I certify that, to the best of my knowledge and belief, (i) the securities referred to above were acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect and (ii) the foreign regulatory scheme applicable to investment companies authorized and regulated by the Financial Conduct Authority

## Explanation of Responses:

of the United Kingdom is substantially comparable to the regulatory scheme applicable to the functionally equivalent U.S. institution(s). I also undertake to furnish to the Commission staff, upon request, information that would otherwise be disclosed in a Schedule 13D.

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#### SIGNATURE

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: February 14, 2019

#### Woodford Patient Capital Trust PLC

by: Woodford Investment Management Ltd, its Manager

By: /s/ Chris Martin Name: Chris Martin Title: Head of Compliance and Authorized Signatory

This Schedule 13G is being filed by the Woodford Fund. Woodford Investment Management Ltd is the Manager of the Woodford Fund, and pursuant to the Management Agreement, shares investment discretion and voting power over securities held of record by the Woodford Fund, including the Ordinary Shares. Mr. Neil Woodford, as the Head of Investment for the Manager and a controlling person of the Manager, may be deemed to have beneficial ownership under Section 13 of the Securities Exchange Act of 1934, as amended, of the securities beneficially owned by the Manager. The filing of this Schedule 13G shall not be deemed an admission by Mr. Woodford that he is, for the purposes of Section 13 of the Securities Exchange Act of 1934, as amended, the beneficial owner of any securities covered by this Schedule 13G.