
SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

SCHEDULE 13G

UNDER THE SECURITIES EXCHANGE ACT OF 1934
(Amendment No. 2)*

Verona Pharma plc

(Name of Issuer)

Ordinary shares, nominal value 0.05 euro per share

(Title of Class of Securities)

925050106

(CUSIP Number)

06/30/2025

(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)
 Rule 13d-1(c)
 Rule 13d-1(d)

SCHEDULE 13G

CUSIP No. 925050106

Names of Reporting Persons

1

Perceptive Advisors LLC

Check the appropriate box if a member of a Group (see instructions)

2

(a)

(b)

3

Sec Use Only

Citizenship or Place of Organization

4

DELAWARE

	Sole Voting Power
5	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:	Shared Voting Power
6	5,507,591.00
	Sole Dispositive Power
7	0.00
	Shared Dispositive Power
8	5,507,591.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person
	5,507,591.00
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)
	<input type="checkbox"/>
11	Percent of class represented by amount in row (9)
	6.4 %
12	Type of Reporting Person (See Instructions)
	IA

SCHEDULE 13G

CUSIP No. 925050106

1	Names of Reporting Persons
	Joseph Edelman
	Check the appropriate box if a member of a Group (see instructions)
2	<input type="checkbox"/> (a)
	<input checked="" type="checkbox"/> (b)
3	Sec Use Only
4	Citizenship or Place of Organization
	UNITED STATES
	Sole Voting Power
5	0.00
Number of Shares Beneficially Owned by Each Reporting Person With:	Shared Voting Power
6	5,507,591.00
	Sole Dispositive Power
7	0.00
	Shared Dispositive Power
8	5,507,591.00
9	Aggregate Amount Beneficially Owned by Each Reporting Person
	5,507,591.00
10	Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)
	<input type="checkbox"/>

11 Percent of class represented by amount in row (9)
6.4 %
Type of Reporting Person (See Instructions)
12 IN

SCHEDULE 13G

CUSIP No. 925050106

Names of Reporting Persons

1 Perceptive Life Sciences Master Fund, Ltd.
Check the appropriate box if a member of a Group (see instructions)

2 (a)
 (b)

3 Sec Use Only

Citizenship or Place of Organization

4 CAYMAN ISLANDS

Sole Voting Power

5 0.00

Number of Shares Beneficially Owned by Each Reporting Person With:

6 Shared Voting Power

5,507,591.00

Sole Dispositive Power

7 0.00

8 Shared Dispositive Power

5,507,591.00

Aggregate Amount Beneficially Owned by Each Reporting Person

9 5,507,591.00

Check box if the aggregate amount in row (9) excludes certain shares (See Instructions)

Percent of class represented by amount in row (9)

11 6.4 %

Type of Reporting Person (See Instructions)

12 CO

SCHEDULE 13G

Item 1.

Name of issuer:

(a) Verona Pharma plc

Address of issuer's principal executive offices:

(b) 3 More London Riverside, London SE1 2RE, United Kingdom

Item 2.

Name of person filing:

- (a) The names of the persons filing this report (collectively, the "Reporting Persons") are: Perceptive Advisors LLC ("Perceptive Advisors") Joseph Edelman ("Mr. Edelman") Perceptive Life Sciences Master Fund, Ltd. (the "Master Fund")

Address or principal business office or, if none, residence:

- (b) The address of the principal business office of each of the Reporting Persons is: 51 Astor Place, 10th Floor New York, NY 10003

Citizenship:

- (c) Perceptive Advisors is a Delaware limited liability company Mr. Edelman is a United States citizen The Master Fund is a Cayman Islands corporation

Title of class of securities:

- (d) Ordinary shares, nominal value 0.05 euro per share

CUSIP No.:

- (e) 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:

- (a) Broker or dealer registered under section 15 of the Act (15 U.S.C. 78o);
- (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);
- (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). If filing as a non-U.S. institution in accordance with § 240.13d-1(b)(1)(ii)(J), please specify the type of institution:
- (k) Group, in accordance with Rule 240.13d-1(b)(1)(ii)(K).

Item 4. Ownership

Amount beneficially owned:

The information required by this item with respect to each Reporting Person is set forth in Rows 5 through 9 and 11 of the cover page to this Schedule 13G. The ownership percentages are based on 689,536,966 outstanding Ordinary Shares, which if all held in ADS form, would be represented by 86,192,121 ADSs as of July 31, 2025, as reported in the Issuer's Quarterly Report on Form 10-Q filed with the Securities and Exchange Commission on August 6, 2025. Neither Perceptive Advisors nor Mr. Edelman directly holds any Ordinary Shares. The Master Fund directly holds 5,507,591 ADSs representing 44,060,728 Ordinary Shares Each ADS represents eight Ordinary Shares. Perceptive Advisors serves as the investment manager to the Master Fund. Mr. Edelman is the managing member of Perceptive Advisors.

Percent of class:

- (b) Perceptive Advisors: 6.4% Mr. Edelman: 6.4% Master Fund: 6.4% %

- (c) Number of shares as to which the person has:

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

Perceptive Advisors: 0 Mr. Edelman: 0 Master Fund: 0

(ii) Shared power to vote or to direct the vote:

Perceptive Advisors: 5,507,591 Mr. Edelman: 5,507,591 Master Fund: 5,507,591

(iii) Sole power to dispose or to direct the disposition of:

Perceptive Advisors: 0 Mr. Edelman: 0 Master Fund: 0

(iv) Shared power to dispose or to direct the disposition of:

Perceptive Advisors: 5,507,591 Mr. Edelman: 5,507,591 Master Fund: 5,507,591

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

Item 6. Ownership of more than 5 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 I certify that, to the best of my 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 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, other than activities solely in connection with a nomination under ?? 240.14a-11.

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.

Perceptive Advisors LLC

Signature: /s/ Joseph Edelman

Name/Title: Joseph Edelman, Managing Member

Date: 08/14/2025

Joseph Edelman

Signature: /s/ Joseph Edelman

Name/Title: Joseph Edelman

Date: 08/14/2025

Perceptive Life Sciences Master Fund, Ltd.

Signature: /s/ Joseph Edelman

Name/Title: Joseph Edelman, Managing Member

Date: 08/14/2025