

LITTLECHILD JOHN W
Form 4
December 23, 2011

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
HEALTHCARE VENTURES VII LP

(Last) (First) (Middle)

55 CAMBRIDGE PARKWAY, SUITE 301

(Street)

CAMBRIDGE, MA 02142

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Radius Health, Inc. [NONE]

3. Date of Earliest Transaction
(Month/Day/Year)
11/18/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)

___ Form filed by One Reporting Person
X Form filed by More than One Reporting Person

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 Beneficial Ownership (Instr. 4)
				(A) or (D)	Code V Amount (D) Price		

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

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SEC 1474 (9-02)

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

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. De
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Instr. 8)	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series A-1 Preferred Stock	(1)	11/18/2011	P	19,651	(2)	(1)						Common Stock	196,510
Series A-1 Preferred Stock	(1)	12/14/2011	P	19,651	(2)	(1)						Common Stock	196,510

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HEALTHCARE VENTURES VII LP 55 CAMBRIDGE PARKWAY SUITE 301 CAMBRIDGE, MA 02142		X		
HealthCare Partners VII, L.P. 55 CAMBRIDGE PARKWAY SUITE 301 CAMBRIDGE, MA 02142		X		
CAVANAUGH JAMES H C/O HEALTHCARE VENTURES LLC 55 CAMBRIDGE PARKWAY, SUITE 301 CAMBRIDGE, MA 02142		X		
LAWLOR AUGUSTINE 55 CAMBRIDGE PARKWAY SUITE 301 CAMBRIDGE, MA 02142		X		
LITTLECHILD JOHN W 55 CAMBRIDGE PARKWAY SUITE 301 CAMBRIDGE, MA 02142		X		
Mirabelli Christopher 55 CAMBRIDGE PARKWAY SUITE 301 CAMBRIDGE, MA 02142		X		
		X		

WERNER HAROLD R
 C/O HEALTHCARE VENTURES LLC
 55 CAMBRIDGE PARKWAY, SUITE 301
 CAMBRIDGE, MA 02142

Signatures

/s/Jeffrey Steinberg, Administrative Partner for HealthCare Ventures VII, L.P.	12/23/2011
__Signature of Reporting Person	Date
Jeffrey Steinberg, Administrative Partner	12/23/2011
__Signature of Reporting Person	Date
Jeffrey Steinberg, Attorney-in-Fact	12/23/2011
__Signature of Reporting Person	Date
Jeffrey Steinberg, Attorney-in-Fact	12/23/2011
__Signature of Reporting Person	Date
Jeffrey Steinberg, Attorney-in-Fact	12/23/2011
__Signature of Reporting Person	Date
Jeffrey Steinberg, Attorney-in-Fact	12/23/2011
__Signature of Reporting Person	Date
Jeffrey Steinberg, Attorney-in-Fact	12/23/2011
__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) Not Applicable
- (2) These shares are convertible at any time, in whole or in part at the election of the holder, into 196,510 shares of Common Stock of the Issuer.
- These securities are owned directly by HealthCare Ventures VII, L.P. ("HCVVII"). These securities are owned indirectly by HealthCare Partners VII, L.P. ("HCPVII"), the General Partner of HCVVII, and each of James Cavanaugh, Harold Werner, John Littlechild,
- (3) Christopher Mirabelli and Augustine Lawlor, the general partners of HCPVII. Drs. Cavanaugh and Mirabelli and Messrs. Werner, Littlechild and Lawlor disclaim beneficial ownership of those securities in which they do not have a pecuniary interest and this report shall not be deemed an admission that they are the beneficial owners of these securities for purposes of Section 16.

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.