Muenchbach Martin Form 3 May 19, 2011

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

A Muenchbach Martin

(Last)

FLOOR

(First)

C/O RADIUS HEALTH, INC.

201 BROADWAY, 6TH

(Middle)

Statement

(Month/Day/Year)

05/17/2011

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Radius Health, Inc. [NONE]

4. Relationship of Reporting

Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

(Street)

10% Owner _X_ Director Officer _ Other (give title below) (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting

Person

Form filed by More than One

Reporting Person

CAMBRIDGE, MAÂ 02139

(City) (State) (Zip)

1. Title of Security (Instr. 4)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership

(I) (Instr. 5) 4. Nature of Indirect Beneficial Ownership

Form: Direct (D)

Table I - Non-Derivative Securities Beneficially Owned

(Instr. 5) or Indirect

Reminder: Report on a separate line for each class of securities beneficially

Date

owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security**

5. 4 Ownership Conversion or Exercise Form of

6. Nature of Indirect Beneficial Ownership (Instr. 5)

(Instr. 4)

Expiration Title Exercisable Date

Amount or Number of

Price of Derivative Derivative Security: Security Direct (D)

1

Shares

or Indirect (I) (Instr. 5)

Reporting Owners

Muenchbach Martin

C/O RADIUS HEALTH, INC. 201 BROADWAY 6TH FLOOR

X Â

Â

Â

Signatures

/s/ B. Nicholas Harvey, attorney-in-fact

05/19/2011

**Signature of Reporting Person

CAMBRIDGE, MAÂ 02139

Date

Explanation of Responses:

No securities are beneficially owned

- * 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. 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.

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