

Radius Health, Inc.
Form 4
January 16, 2015

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
F2 Bioscience IV L.P.

(Last) (First) (Middle)

UGLAND HOUSE, SOUTH
CHURCH STREET, PO BOX 309

(Street)

GEORGE TOWN, E9 KY1-1104

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

Radius Health, Inc. [RDUS]

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

01/16/2015

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/16/2015		J	(1) 1,794,983	D (1) 0	D (2)	
Common Stock	01/16/2015		J	(3) 871,851	D (3) 0	I	By Fund (4)

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

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SEC 1474
(9-02)

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

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Common Stock Warrant	\$ 2.694	01/16/2015		J		249,932	<u>(1)</u>	02/14/2014	02/14/2019	Common Stock	249,932 <u>(1)</u>
Common Stock Warrant	\$ 2.694	01/16/2015		J		121,396	<u>(3)</u>	02/14/2014	02/14/2019	Common Stock	121,396 <u>(3)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
F2 Bioscience IV L.P. UGLAND HOUSE, SOUTH CHURCH STREET PO BOX 309 GEORGE TOWN, E9 KY1-1104		X		
F2 Bioscience IV GP Ltd. UGLAND HOUSE, SOUTH CHURCH STREET PO BOX 309 GEORGE TOWN, E9 KY1-1104		X		
F2 Capital Ltd PO BOX 3175 ROAD TOWN TORTOLA, D8 VG 1110		X		
Priestley Katherine UGLAND HOUSE, SOUTH CHURCH STREET PO BOX 309 GEORGE TOWN, E9 KY1-1104		X		
F2 Bio Ventures V L.P. KINGSTON CHAMBERS P.O. BOX 173 ROAD TOWN, TORTOLA, D8 VG 1110		X		
F2 Bio Ventures GP Ltd. KINGSTON CHAMBERS P.O. BOX 173 ROAD TOWN, TORTOLA, D8 VG 1110		X		

Globeways Holdings Ltd
3RD FLOOR, GENEVE PLACE
WATERFRONT DRIVE, PO BOX 3175
ROAD TOWN, TORTOLA, D8 00000

X

Signatures

/s/ Morag Law, attorney-in-fact for F2 Bioscience IV,
L.P. 01/16/2015

__Signature of Reporting Person Date

/s/ Morag Law, attorney-in-fact for F2 Bioscience IV
GP Ltd. 01/16/2015

__Signature of Reporting Person Date

/s/ Morag Law, attorney-in-fact for F2 Capital Limited 01/16/2015

__Signature of Reporting Person Date

/s/ Morag Law, attorney-in-fact for Katherine Priestley 01/16/2015

__Signature of Reporting Person Date

/s/ Morag Law, attorney-in-fact for F2 Bio Ventures V,
L.P. 01/16/2015

__Signature of Reporting Person Date

/s/ Morag Law, attorney-in-fact for F2 Bio Ventures GP
Ltd. 01/16/2015

__Signature of Reporting Person Date

/s/ Morag Law, attorney-in-fact for Globeways Holdings
Ltd. 01/16/2015

__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) Reflects a liquidating pro rata distribution by F2 Bioscience IV L.P. ("F2 IV") to its limited and general partners.

The reported securities are owned directly by F2 IV. F2 Bioscience IV GP Ltd. ("F2 IV GP") is the General Partner of F2 IV. Katherine Priestley and Globeways Holdings Limited ("Globeways") are members of F2 IV GP. F2 Capital Limited ("F2 Capital") is an investment adviser to F2 IV. Each of the reporting persons disclaims beneficial ownership of the securities reported herein except to the extent of their pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

(3) Reflects a liquidating pro rata distribution by F2 Bio Ventures V L.P. ("F2 Bio") to its limited and general partners.

The reported securities are owned directly by F2 Bio. F2 Bio Ventures GP Ltd. is the General Partner of F2 Bio. Globeways is the sole member of F2 Bio Ventures GP Ltd. F2 Capital is an investment adviser to F2 Bio. Each of the reporting persons disclaims beneficial ownership of the securities reported herein except to the extent of their pecuniary interest therein, and the inclusion of these shares in this report shall not be deemed an admission of beneficial ownership of all of the reported shares for purposes of Section 16 or for any other purpose.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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