

LITTLECHILD JOHN W

Form 4

December 23, 2011

**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

OMB  
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response... 0.5

(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 Indirect 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.

**Persons who respond to the collection of  
information contained in this form are not  
required to respond unless the form  
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number.**

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 Se

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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. 9)
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Series A-1 Preferred Stock	<u>(1)</u>	11/18/2011	P		19,651		<u>(2)</u>	<u>(1)</u>	Common Stock	196,510	\$
Series A-1 Preferred Stock	<u>(1)</u>	12/14/2011	P		19,651		<u>(2)</u>	<u>(1)</u>	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.  
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