

Radius Health, Inc.  
Form 3  
February 01, 2012

**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 *			2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Healthcare Private Equity Limited Partnership			(Month/Day/Year)	Radius Health, Inc. [NONE]	
(Last)	(First)	(Middle)	05/17/2011	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
EDINBURGH ONE, 60 MORRISON STREET				(Check all applicable)	
(Street)				___ Director	___X___ 10% Owner
EDINBURGH, Â X0Â EH3 8BE				___ Officer	___ Other
(City)	(State)	(Zip)		(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	

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially 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 (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

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				Shares		or Indirect (1) (Instr. 5)	
Series A-1 Convertible Preferred Stock	05/17/2011	Â (1)	Common Stock	68,050	\$ (1)	D	Â
Series A-2 Convertible Preferred Stock	05/17/2011	Â (2)	Common Stock	560,860	\$ (2)	D	Â
Series A-1 Convertible Preferred Stock	11/18/2011	Â (1)	Common Stock	68,050	\$ (1)	D	Â
Series A-1 Convertible Preferred Stock	12/14/2011	Â (1)	Common Stock	68,060	\$ (1)	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Healthcare Private Equity Limited Partnership EDINBURGH ONE, 60 MORRISON STREET EDINBURGH, X0 EH3 8BE	Â	Â X	Â	Â

## Signatures

/s/ Andrew  
November 01/31/2012

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* 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).
  - (1) Each share of Series A-1 convertible preferred stock is convertible into ten shares common stock at any time, and has no expiration date.
  - (2) Each share of Series A-2 convertible preferred stock is convertible into ten shares common stock at any time, and has no expiration date.
- 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.