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Radius Health, Inc.
Form RW
May 02, 2014

May 2, 2014

VIA EDGAR TRANSMISSION

Mr. John Reynolds Assistant Director

U.S. Securities and Exchange Commission Division of Corporation Finance 100 F Street, N.E.

Mail Stop 3720 Washington, D.C. 20549

Re: Radius Health, Inc.

Withdrawal of Registration Statement on Form 8-A (File No. 001-35726)

Dear Mr. Reynolds:

cc:

Radius Health, Inc. (the *Company*) hereby respectfully requests withdrawal of its Registration Statement on Form 8-A (File No. 001-35726) (the *Registration Statement*). The Registration Statement was originally filed with the Securities and Exchange Commission (the *Commission*) on November 5, 2012.

Due to public market conditions at the time, the Company had determined not to proceed with its initial public offering and withdrew its Registration Statement on Form S-1 (File No. 333-179397) on November 15, 2012. As a result, the Registration Statement did not become effective.

Very truly yours,

/s/ Robert E. Ward

Robert E. Ward President and Chief Executive Officer

B. Nicholas Harvey, Radius Health, Inc.Peter N. Handrinos, Latham & Watkins LLPB. Shayne Kennedy, Latham & Watkins LLP

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