

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

OMB APPROVAL
OMB Number: 3235-0076
Estimated Average burden hours per response: 4.0

1. Issuer's Identity				
CIK (Filer ID Number)	Previous Name(s)	<b>▼</b> None	Entity 1	- Гуре
0001612042	Name(s)		0	
Name of Issuer			~	rporation
Ascendis Pharma A/S			0.20	mited Partnership
Jurisdiction of			20002.00	nited Liability Company
Incorporation/Organization	$\neg$		2020	neral Partnership
	4:		200.000	siness Trust
Year of Incorporation/Organiza  Over Five Years Ago	tion		€ Otl	ner C Limited Liability
Within Last Five Years			Comp	- 1
(Specify Year)  C Yet to Be Formed				
1.00	· · · · · · · · · · · · · · · · · · ·	-l O t t l f	·	
2. Principal Place of B	ousiness an	u Contact inf	ormati	OH
Ascendis Pharma A/S		]		
Street Address 1		Street Address 2	2	
TUBORG BOULEVARD 12		7		
City	State/Province/Co	—l untrv ZIP/Postal∜	Code	Phone No. of Issuer
	DENMARK	DK-2900		45 36 94 44 86
HELLERUP	DENWARA	<u>                                      </u>		<del>10 00 34 44 00</del>
3. Related Persons	DENWARK	EX 2000		<del>10 00 04 14 00</del>
	First Name		Middle N	
3. Related Persons			Middle N	
3. Related Persons  Last Name	First Name	Street Address 2	M?ller	
3. Related Persons  Last Name  Mikkelsen	First Name		M?ller	
3. Related Persons  Last Name  Mikkelsen  Street Address 1	First Name	Street Address 2	M?ller	ame
3. Related Persons  Last Name  Mikkelsen  Street Address 1  c/o Ascendis Pharma A/S	First Name	Street Address 2	M?ller	ame al Code
3. Related Persons  Last Name  Mikkelsen  Street Address 1  c/o Ascendis Pharma A/S  City  Hellerup	First Name  Jan  State/Province/	Street Address 2	M?ller 2 ard 12 ZIP/Post DK-2900	ame al Code
3. Related Persons  Last Name  Mikkelsen  Street Address 1  c/o Ascendis Pharma A/S  City  Hellerup  Relationship: Exec	First Name  Jan  State/Province/  DENMARK  utive Officer	Street Address 2 Tuborg Bouleva	M?ller 2 ard 12 ZIP/Post DK-2900	ame al Code
3. Related Persons  Last Name  Mikkelsen  Street Address 1  c/o Ascendis Pharma A/S  City  Hellerup  Relationship: Exec	First Name  Jan  State/Province/  DENMARK  utive Officer  essary)	Street Address 2 Tuborg Bouleva	M?ller 2 ard 12 ZIP/Post DK-2900	ame  al Code  Promoter
3. Related Persons  Last Name  Mikkelsen  Street Address 1  C/o Ascendis Pharma A/S  City  Hellerup  Relationship: Exec  Clarification of Response (if Neco	First Name  Jan  State/Province/  DENMARK  utive Officer  essary)  First Name	Street Address 2 Tuborg Bouleva	M?ller  2 ard 12  ZIP/Post  DK-2900	ame  al Code  Promoter
3. Related Persons  Last Name  Mikkelsen  Street Address 1  C/o Ascendis Pharma A/S  City  Hellerup  Relationship: Exec  Clarification of Response (if Neco	First Name  Jan  State/Province/  DENMARK  utive Officer  essary)	Street Address 2 Tuborg Bouleva	M?ller  2  ZIP/Post  DK-2900  Middle N  Wolff	ame  al Code  Promoter
3. Related Persons  Last Name  Mikkelsen  Street Address 1  C/o Ascendis Pharma A/S  City  Hellerup  Relationship: Exec  Clarification of Response (if Neco	First Name  Jan  State/Province/  DENMARK  utive Officer  essary)  First Name	Street Address 2 Tuborg Bouleva	M?ller  2  ard 12  ZIP/Post  DK-2900  Middle N  Wolff	ame  al Code  Promoter

DENMARK

Hellerup

DK-2900

Relationship:	V	Execu	tive Officer	V	Director		Promoter
Clarification of Respo	nse (	if Neces	ssary)				
Last Name			First Name			Middle	Name
Soloway			Thomas			٦	
Street Address 1			Inomas	-	treet Address		
		<u> </u>		Te.			
c/o Ascendis Pharn	1a A	5	State/Province	L	Tuborg Boule		stal Code
Hellerup			DENMARK	3/00u	THU Y	DK-29	
пенегир			DENWARK			DK-29	00
Relationship:	V	Execu	tive Officer	П	Director		Promoter
Clarification of Respo	nse (	if Neces	ssary)				
•	,		2,				
Last Name			First Name			Middle	Name
Rau			Harald				
Street Address 1				S	treet Address	2	
c/o Ascendis Pharn	na A	/S		F	Tuborg Boule	vard 12	
City			State/Province	ا Couاe/Cou	ntry	ZIP/Pos	stal Code
Hellerup			DENMARK			DK-29	00
Relationship:	V	Execu	tive Officer		Director		Promoter
Clarification of Respo	nse (	if Neces	ssary)				
			3,				
Last Name			First Name			Middle	Name
Rasmussen			Grethe			7	
Street Address 1				S	treet Address	⊒l ; 2	
c/o Ascendis Pharn	na A	/S		F	Tuborg Boule	vard 12	
City			State/Province	L			stal Code
Hellerup			DENMARK			DK-29	
Пополар							
Relationship:	V	Execu	tive Officer	П	Director		Promoter
Clarification of Respo	nse (	if Neces	ssarv)		<del></del>		<del></del> _
	(		, cu. y /				
Last Name			First Name			Middle	Name
S?nderbjerg			Lotte				
Street Address 1				S	treet Address	2	
c/o Ascendis Pharma A/S Tuborg Boulevard 12							
City			State/Province	<u>۔</u> Couج	ntry	ZIP/Pos	stal Code
Hellerup			DENMARK			DK-29	00
L			<u> </u>				

Relationship:	Exe	cutive Officer	Director	Promoter
Clarification of Respo	nse (if Ne	cessary)		
Last Name		First Name		Middle Name
Auster		Martin		
Street Address 1			Street Address	⊒i s 2
c/o Ascendis Pharm	na A/S		Tuborg Boule	evard 12
City		State/Province	e/Country	ZIP/Postal Code
Hellerup		DENMARK		DK-2900
Relationship:	<b>▼</b> Exe	cutive Officer	Director	Promoter
relationship.	LXC	- Cutive Officer	Director	Tromoter
Clarification of Respo	nse (if Ne	cessary)		
Last Name		First Name		Middle Name
-		Rafa?le		Middle Name
Tordjman  Street Address 4			C4r4 8 1 1	
Street Address 1			Street Address	
c/o Ascendis Pharn	na A/S		Tuborg Boule	
City		State/Province	e/Country	ZIP/Postal Code
Hellerup		DENMARK		DK-2900
Relationship:	Exe	cutive Officer	Director	Promoter
Clarification of Respo	nse (if Ne	cessarv)		
		<b>3</b> ,		
Last Name		First Name		Middle Name
de Graaf		Edwin		7
Street Address 1			Street Address	⊒ 3 2
c/o Ascendis Pharm	na A/S		Tuborg Boule	evard 12
City		State/Province		ZIP/Postal Code
Hellerup		DENMARK		DK-2900
[ TORRING P				
Relationship:	Exe	cutive Officer	Director	Promoter
Clarification of Respo	nse (if Ne	cessary)		
Last Name Firs		First Name		Middle Name
Mayer		Michael		
Street Address 1			Street Address	5 2
c/o Ascendis Pharn	na A/S		Tuborg Boule	evard 12
City		State/Province	e/Country	ZIP/Postal Code
Hellerup		DENMARK		DK-2900

Relationship:	Execu	tive Officer	Directo	r	Promoter	
Clarification of Respon	nse (if Neces	ssary)				
Last Name		First Name		Middle	Namo	
Olin		Martin			Manie	
		IMATUII	01 1 1 1 1			
Street Address 1			Street Add			
c/o Ascendis Pharm	na A/S		Tuborg B	oulevard 12		
City		State/Province	e/Country	ZIP/Po	stal Code	
Hellerup		DENMARK		DK-29	000	
	NO. 207		1			
Relationship:	Execu	tive Officer	Directo	r	Promoter	
Clarification of Respon	nse (if Neces	ssary)				
Last Name		First Name		Middle	Name	
Healy		James				
Street Address 1			Street Add	ress 2		
c/o Ascendis Pharm	ο Λ/S			oulevard 12		$\neg$
	Ia A/S	01 1 17				
City		State/Province	e/Country		stal Code	
Hellerup		DENMARK		DK-29	900	
Relationship:	Execu	tive Officer	Directo	r	Promoter	
Last Name Silverstein		First Name		Middle	Name	
Street Address 1			Street Add	ress 2		
c/o Ascendis Pharm	na A/S		Tuborg B	oulevard 12		
City		State/Province	e/Country	ZIP/Po	stal Code	
Hellerup		DENMARK		DK-29	900	
Relationship:	Execu	tive Officer	□ Directo	r	Promoter	
Clarification of Respon	nse (if Neces	ssary)				
Last Name		First Name		Middle	Name	
Cha		Albert				
Street Address 1			Street Add	ress 2		
c/o Ascendis Pharm	na A/S		Tuborg B	oulevard 12		
City		State/Province	e/Country	ZIP/Po	stal Code	
Hellerup		DENMARK		DK-29	000	
	NO. 302		1			
Relationship:	Execu	tive Officer	✓ Directo	r	Promoter	

4. Industry Group			
C Agriculture	Health Care	0	Retailing
Banking & Financial Services	C Biotechnology	-	_
C Commercial Banking	C Health Insurance	1.7	Restaurants
C Insurance	C Hospitals & Physicians		Technology
C Investing	Pharmaceuticals		C Computers
C Investment Banking	C Other Health Care		C Telecommunications
C Pooled Investment Fund			Other Technology
Other Banking & Financial			Travel
0.00	C Manufacturing		C Airlines & Airports
C Business Services	Real Estate		C Lodging & Conventions
Energy	C Commercial		Tourism & Travel
C Coal Mining	C Construction		Services
C Electric Utilities	C REITS & Finance		C Other Travel
C Energy Conservation	C Residential	C	Other
C Environmental Services	C Other Real Estate		
Oil & Gas	COME I TO A TO		
C Other Energy			
5. Issuer Size			
Revenue Range	Aggregate Net A	Asset V	alue Range
C No Revenues	C No Aggrega	ate Net	Asset Value
C \$1 - \$1,000,000	C \$1 - \$5,000,	000	
<b>(**)</b> \$1,000,001 - \$5,000,000	C \$5,000,001 -	\$25,00	0,000
C \$5,000,001 - \$25,000,000	C \$25,000,001	- \$50,0	000,000
© \$25,000,001 - \$100,000,000	C \$50,000,001	- \$100	,000,000
Over \$100,000,000	C Over \$100,0	00,000	
© Decline to Disclose	C Decline to D	Disclos	e
Not Applicable	C Not Applica	ıble	
een.	See Figure		
6. Federal Exemption(sapply)	s) and Exclusion(s) Cla	aime	d (select all that
Rule 504(b)(1) (not (i), (ii) or (iii))	Rule 505		
Rule 504 (b)(1)(i)	Rule 506(b)		
Rule 504 (b)(1)(ii)	Rule 506(c)		
Rule 504 (b)(1)(iii)	Securities Act Section 4(a)(5)		
	Investment Company Act Section 3(c)		
7. Type of Filing			
New Notice Date of First S	Sale 2014-11-24	First	Sale Yet to Occur
Amendment			

8. Duration of Offering							
Does the Issuer intend this offering to last more than one year? Yes 6 No							
9. Type(s) of Securities Offered (select all that apply)							
Pooled Investment Fund Interests Equity							
Tenant-in-Common Securities Debt							
Mineral Property Securities Option, Warrant or Other Right to Acquire Another Security							
Security to be Acquired Upon Exercise of Option, Warrant or Other Right to Acquire Security  Other (describe)							
10. Business Combination Transaction							
Is this offering being made in connection with a business combination transaction, such as a merger, acquisition or exchange offer?							
Clarification of Response (if Necessary)							
11. Minimum Investment							
Minimum investment accepted from any outside investor  \$ 0 USD							
12. Sales Compensation							
Recipient CRD Number  None							
(Associated) Broker or Dealer None (Associated) Broker or Dealer None							
Street Address 1 Street Address 2							
City State/Province/Country ZIP/Postal Code							
State(s) of Solicitation							
13. Offering and Sales Amounts							
Total Offering							
Total Offering Sp999974 USD Indefinite							
Total Amount Sold \$ 59999974 USD							
Total Remaining to be Sold USD Indefinite							
Clarification of Response (if Necessary)							
14. Investors							
Select if securities in the offering have been or may be sold to persons who do not qualify as accredited investors, Number of such non-accredited investors who already have invested in the offering							

Regardless of whether securities in the offering have been or may
be sold to persons who do not qualify as accredited investors,
enter the total number of investors who already have invested in
the offering:

15.	Sales	Commissions	&	Finders'	Fees	Expenses

Provide separately	the amounts of sa	les commissions :	and finders' fee:	s expenses, if a	ıny. If the
amount of an expe	enditure is not knov	vn, provide an est	imate and checl	k the box next	to the amount.

Sales Commissions	\$ 0	USD	П	Estimate
Finders' Fees	\$ 0	USD		Estimate

Clarification of Response (if Necessary)

## 16. Use of Proceeds

Provide the amount of the gross proceeds of the offering that has been or is proposed to be used for payments to any of the persons required to be named as executive officers, directors or promoters in response to Item 3 above. If the amount is unknown, provide an estimate and check the box next to the amount.

φ		1,,,,,	-	F-43
\$	0	USD		Estimate

Clarification of Response (if Necessary)

## Signature and Submission

Please verify the information you have entered and review the Terms of Submission below before signing and clicking SUBMIT below to file this notice.

## Terms of Submission

In submitting this notice, each Issuer named above is:

- Notifying the SEC and/or each State in which this notice is filed of the offering of securities described and undertaking to furnish them, upon written request, in the accordance with applicable law, the information furnished to offerees.\*
- Irrevocably appointing each of the Secretary of the SEC and, the Securities Administrator or other legally designated officer of the State in which the issuer maintains its principal place of business and any State in which this notice is filed, as its agents for service of process, and agreeing that these persons may accept service on its behalf, of any notice, process or pleading, and further agreeing that such service may be made by registered or certified mail, in any Federal or state action, administrative proceeding, or arbitration brought against it in any place subject to the jurisdiction of the United States, if the action, proceeding or arbitration (a) arises out of any activity in connection with the offering of securities that is the subject of this notice, and (b) is founded, directly or indirectly, upon the provisions of: (i) the Securities Act of 1933, the Securities Exchange Act of 1934, the Trust Indenture Act of 1939, the Investment Company Act of 1940, or the Investment Advisers Act of 1940, or any rule or regulation under any of these statutes, or (ii) the laws of the State in which the issuer maintains its principal place of business or any State in which this notice is filed.
- Certifying that, if the issuer is claiming a Regulation D exemption for the offering, the issuer is not disqualified from relying on Regulation D for one of the reasons stated in Rule 505(b)(2)(iii) or Rule 506(d).

Each Issuer identified above has read this notice, knows the contents to be true, and has duly caused this notice to be signed on its behalf by the undersigned duly authorized person.

For signature, type in the signer's name or other letters or characters adopted or authorized as the signer's signature.

Issuer	Signature	Name of Signer	Title	Date
Ascendis Pharma A/S	/s/ Michael Wolff Jensen	Michael Wolff	Senior Vice President, General Counsel	2014-12-09