

Edge Therapeutics, Inc.
Form 3
June 23, 2016

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 *

Â Ratcliffe Liam

(Last)

(First)

(Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)

06/21/2016

3. Issuer Name **and** Ticker or Trading Symbol
Edge Therapeutics, Inc. [EDGE]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer ☐ Other
(give title below) (specify below)

C/O NEW LEAF
VENTURES,Â TIMES SQ.
TWR., 7 TIMES SQUARE, STE
3502

(Street)

NEW YORK,Â NYÂ 10036

(City)

(State)

(Zip)

6. Individual or Joint/Group
Filing(Check Applicable Line)
☐ 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)

Common Stock

1,172,434

I

See Footnote ⁽¹⁾

Common Stock

1,172,434

I

See Footnote ⁽²⁾

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)

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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) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ratcliffe Liam C/O NEW LEAF VENTURES TIMES SQ. TWR., 7 TIMES SQUARE, STE 3502 NEW YORK, NY 10036	X			
New Leaf Ventures III, L.P. C/O NEW LEAF VENTURES TIMES SQ. TWR., 7 TIMES SQUARE, STE 3502 NEW YORK, NY 10036	X			
New Leaf Venture Associates III, L.P. C/O NEW LEAF VENTURES TIMES SQ. TWR., 7 TIMES SQUARE, STE 3502 NEW YORK, NY 10036	X			
New Leaf Venture Management III, L.L.C. C/O NEW LEAF VENTURES TIMES SQ. TWR., 7 TIMES SQUARE, STE 3502 NEW YORK, NY 10036	X			
New Leaf Venture Partners, L.L.C. C/O NEW LEAF VENTURES TIMES SQ. TWR., 7 TIMES SQUARE, STE 3502 NEW YORK, NY 10036	X			

Signatures

/s/ Craig L. Slutzkin, as Attorney-in-Fact for Liam Ratcliffe

06/23/2016

****Signature of Reporting Person**

Date _____

/s/ Craig L. Slutzkin, Chief Financial Officer of New Leaf Venture Management III, L.L.C., the sole general partner of New Leaf Venture Associates III, L.P., the sole general partner of New Leaf Ventures III, L.P.

06/23/2016

****Signature of Reporting Person**

Date _____

/s/ Craig L. Slutzkin, Chief Financial Officer of New Leaf Venture Management III, L.L.C.,
the sole general partner of New Leaf Venture Associates III, L.P.

06/23/2016

Signature of Reporting Person

Date _____

/s/ Craig L. Slutzkin, Chief Financial Officer of New Leaf Venture Management III, L.L.C.

06/23/2016

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__Signature of Reporting Person

Date

/s/ Craig L. Slutzkin, Chief Financial Officer of New Leaf Venture Partners, L.L.C.

06/23/2016

__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).

New Leaf Ventures III, L.P. ("NLV III") is the direct beneficial owner of the securities reported. New Leaf Venture Associates III, L.P. ("NLV Associates III") is the sole general partner of NLV III. New Leaf Venture Management III, L.L.C. ("NLV Management III") is the sole general partner of NLV Associates III. New Leaf Venture Partners, L.L.C. (the "Management Company") is the Management

- (1) Company of NLV III. Philippe Chambon, Jeani Delagardelle, Ronald Hunt, Vijay Lathi and Liam Ratcliffe are the Managers of NLV Management III. These individuals and Craig L. Slutzkin are officers of the Management Company. The Reporting Persons disclaim beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the securities held by NLV III in which such Reporting Person has no pecuniary interest.

New Leaf Growth Fund I, L.P. ("NLG I") is the direct beneficial owner of the securities reported. New Leaf Growth Associates I, L.P. ("NLG Growth Associates") is the sole general partner of NLG I. New Leaf Venture Management III, L.L.C. ("NLV Management III") is the sole general partner of NLG Growth Associates. New Leaf Venture Partners, L.L.C. (the "Management Company") is the

- (2) Management Company of NLG I. Philippe Chambon, Jeani Delagardelle, Ronald Hunt, Vijay Lathi and Liam Ratcliffe are the Managers of NLV Management III. These individuals and Craig L. Slutzkin are officers of the Management Company. The Reporting Persons disclaim beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the securities held by NLG I in which such Reporting Person has no pecuniary interest.

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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