

Adamas Pharmaceuticals Inc  
Form SC 13D/A  
February 14, 2018

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**SCHEDULE 13D**

**Under the Securities Exchange Act of 1934  
(Amendment No. 3)\***

**ADAMAS PHARMACEUTICALS, INC.**

(Name of Issuer)

**Common Stock, par value \$0.001 per share**

(Title of Class of Securities)

**00548A106**

(CUSIP Number)

**Mohr Davidow Ventures**

**777 Mariners Island Blvd, Suite 550**

**San Mateo, California 94404**

(Name, Address and Telephone Number of Person  
Authorized to Receive Notices and Communications)

**June 1, 2017**

(Date of Event Which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition that is the subject of this Schedule 13D, and is filing this schedule because of §§240.13d-1(e), 240.13d-1(f) or 240.13d-1(g), check the following box. o

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**Note:** Schedules filed in paper format shall include a signed original and five copies of the schedule, including all exhibits. See §240.13d-7 for other parties to whom copies are to be sent.

\* The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 00548A106

- 1 Names of Reporting Persons:  
MDV VII, L.P.
- 2 Check the Appropriate Box if a Member of a Group (See Instructions):  
(a)  x1  
(b)  0
- 3 SEC Use Only:
- 4 Source of Funds (See Instructions):  
OO
- 5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):  0
- 6 Citizenship or Place of Organization:  
Delaware
- |   |    |                           |
|---|----|---------------------------|
|   | 7  | Sole Voting Power:        |
|   |    | 0                         |
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 8  | Shared Voting Power:      |
|   |    | 4,619,7962                |
|   | 9  | Sole Dispositive Power:   |
|   |    | 0                         |
|   | 10 | Shared Dispositive Power: |
|   |    | 4,619,7962                |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person:  
4,619,7962
- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):  0
- 13 Percent of Class Represented by Amount in Row (11):  
20.3%3
- 14 Type of Reporting Person (See Instructions):  
PN

1 MDV VII, L.P. ( MDV VII ), MDV VII Leaders Fund, L.P. ( MDV VII Leaders ), MDV ENF VII(A), L.P. ( MDV ENF VII(A) ), MDV ENF VII(B), L.P. ( MDV ENF VII(B) ), MDV IX, L.P. ( MDV IX ), MDV ENF IX, L.P. ( MDV ENF IX ), Seventh MDV Partners, L.L.C., the general partner of MDV VII, as nominee for MDV VII, MDV VII Leaders, MDV ENF VII(A) and MDV ENF VII(B) ( MDV VII GP ), Ninth MDV Partners, L.L.C., the general partner of MDV IX, as nominee for MDV IX and MDV ENF IX ( MDV IX GP ), Jonathan Feiber, a managing member of MDV VII GP and MDV IX GP ( Feiber ), Nancy Schoendorf, a managing member of MDV VII GP ( Schoendorf ), and William Ericson, a managing member of MDV IX GP and a member of the Issuer's board of directors ( Ericson ), are members of a group for purposes of this Schedule 13D.

2 Includes (i) 4,331,804 shares of Common Stock held by MDV VII; and (ii) 287,992 shares of Common Stock held by MDV IX.

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3 This percentage is calculated based upon 22,778,880 shares of Common Stock outstanding as of October 31, 2017 set forth in the Company's 10-Q, filed with the SEC on November 2, 2017.

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CUSIP No. 00548A106

1 Names of Reporting Persons:  
MDV VII Leaders Fund, L.P.

2 Check the Appropriate Box if a Member of a Group (See Instructions):  
(a)  x1  
(b)  o

3 SEC Use Only:

4 Source of Funds (See Instructions):  
OO

5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):  o

6 Citizenship or Place of Organization:  
Delaware

	7	Sole Voting Power: 0
Number of Shares Beneficially Owned by Each Reporting Person With	8	Shared Voting Power: 4,619,7962
	9	Sole Dispositive Power: 0
	10	Shared Dispositive Power: 4,619,7962
	11	Aggregate Amount Beneficially Owned by Each Reporting Person: 4,619,7962

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):  o

13 Percent of Class Represented by Amount in Row (11):  
20.3%3

14 Type of Reporting Person (See Instructions):  
PN

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1 MDV VII, MDV VII Leaders, MDV ENF VII(A), MDV ENF VII(B), MDV IX, MDV ENF IX, MDV VII GP, MDV IX GP, Feiber, Schoendorf and Ericson are members of a group for purposes of this Schedule 13D.

2 Includes (i) 4,331,804 shares of Common Stock held by MDV VII; and (ii) 287,992 shares of Common Stock held by MDV IX.

3 This percentage is calculated based upon 22,778,880 shares of Common Stock outstanding as of October 31, 2017 set forth in the Company's 10-Q, filed with the SEC on November 2, 2017.



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CUSIP No. 00548A106

1 Names of Reporting Persons:  
MDV ENF VII(A), L.P.

2 Check the Appropriate Box if a Member of a Group (See Instructions):  
(a)  x1  
(b)  o

3 SEC Use Only:

4 Source of Funds (See Instructions):  
OO

5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):  o

6 Citizenship or Place of Organization:  
Delaware

	7	Sole Voting Power:
		0
Number of Shares Beneficially Owned by Each Reporting Person With	8	Shared Voting Power:
		4,619,7962
	9	Sole Dispositive Power:
		0
	10	Shared Dispositive Power:
		4,619,7962

11 Aggregate Amount Beneficially Owned by Each Reporting Person:  
4,619,7962

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):  o

13 Percent of Class Represented by Amount in Row (11):  
20.3%3

14 Type of Reporting Person (See Instructions):  
PN

---

1 MDV VII, MDV VII Leaders, MDV ENF VII(A), MDV ENF VII(B), MDV IX, MDV ENF IX, MDV VII GP, MDV IX GP, Feiber, Schoendorf and Ericson are members of a group for purposes of this Schedule 13D.

2 Includes (i) 4,331,804 shares of Common Stock held by MDV VII; and (ii) 287,992 shares of Common Stock held by MDV IX.

3 This percentage is calculated based upon 22,778,880 shares of Common Stock outstanding as of October 31, 2017 set forth in the Company's 10-Q, filed with the SEC on November 2, 2017.





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- 1 Names of Reporting Persons:  
MDV ENF VII(B), L.P.
- 2 Check the Appropriate Box if a Member of a Group (See Instructions):  
(a)  x1  
(b)  o
- 3 SEC Use Only:
- 4 Source of Funds (See Instructions):  
OO
- 5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):  o
- 6 Citizenship or Place of Organization:  
Delaware
- |   |    |   |
|---|----|---|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 7  | Sole Voting Power:<br>0                 |
|   | 8  | Shared Voting Power:<br>4,619,7962      |
|   | 9  | Sole Dispositive Power:<br>0            |
|   | 10 | Shared Dispositive Power:<br>4,619,7962 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person:  
4,619,7962
- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):  o
- 13 Percent of Class Represented by Amount in Row (11):  
20.3%3
- 14 Type of Reporting Person (See Instructions):  
PN

---

1 MDV VII, MDV VII Leaders, MDV ENF VII(A), MDV ENF VII(B), MDV IX, MDV ENF IX, MDV VII GP, MDV IX GP, Feiber, Schoendorf and Ericson are members of a group for purposes of this Schedule 13D.

2 Includes (i) 4,331,804 shares of Common Stock held by MDV VII; and (ii) 287,992 shares of Common Stock held by MDV IX.

3 This percentage is calculated based upon 22,778,880 shares of Common Stock outstanding as of October 31, 2017 set forth in the Company's 10-Q, filed with the SEC on November 2, 2017.



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- 1 Names of Reporting Persons:  
Seventh MDV Partners, L.L.C.
- 2 Check the Appropriate Box if a Member of a Group (See Instructions):  
(a)  x1  
(b)  o
- 3 SEC Use Only:
- 4 Source of Funds (See Instructions):  
OO
- 5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):  o
- 6 Citizenship or Place of Organization:  
Delaware
- |   |    |   |
|---|----|---|
| Number of<br>Shares<br>Beneficially<br>Owned by<br>Each<br>Reporting<br>Person With | 7  | Sole Voting Power:<br>0                 |
|   | 8  | Shared Voting Power:<br>4,619,7962      |
|   | 9  | Sole Dispositive Power:<br>0            |
|   | 10 | Shared Dispositive Power:<br>4,619,7962 |
- 11 Aggregate Amount Beneficially Owned by Each Reporting Person:  
4,619,7962
- 12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):  o
- 13 Percent of Class Represented by Amount in Row (11):  
20.3%3
- 14 Type of Reporting Person (See Instructions):  
OO

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1 MDV VII, MDV VII Leaders, MDV ENF VII(A), MDV ENF VII(B), MDV IX, MDV ENF IX, MDV VII GP, MDV IX GP, Feiber, Schoendorf and Ericson are members of a group for purposes of this Schedule 13D.

2 Includes (i) 4,331,804 shares of Common Stock held by MDV VII; and (ii) 287,992 shares of Common Stock held by MDV IX.

3 This percentage is calculated based upon 22,778,880 shares of Common Stock outstanding as of October 31, 2017 set forth in the Company's 10-Q, filed with the SEC on November 2, 2017.



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1 Names of Reporting Persons:  
MDV IX, L.P.

2 Check the Appropriate Box if a Member of a Group (See Instructions):  
(a)  x1  
(b)  o

3 SEC Use Only:

4 Source of Funds (See Instructions):  
OO

5 Check if Disclosure of Legal Proceedings Is Required Pursuant to Items 2(d) or 2(e):  o

6 Citizenship or Place of Organization:  
Delaware

	7	Sole Voting Power: 0
Number of Shares Beneficially Owned by Each Reporting Person With	8	Shared Voting Power: 4,619,7962
	9	Sole Dispositive Power: 0
	10	Shared Dispositive Power: 4,619,7962

11 Aggregate Amount Beneficially Owned by Each Reporting Person:  
4,619,7962

12 Check if the Aggregate Amount in Row (11) Excludes Certain Shares (See Instructions):  o

13 Percent of Class Represented by Amount in Row (11):  
20.3%3

14 Type of Reporting Person (See Instructions):  
PN

---

1 MDV VII, MDV VII Leaders, MDV ENF VII(A), MDV ENF VII(B), MDV IX, MDV ENF IX, MDV VII GP, MDV IX GP, Feiber, Schoendorf and Ericson are members of a group for purposes of this Schedule 13D.

2 Includes (i) 4,331,804 shares of Common Stock held by MDV VII; and (ii) 287,992 shares of Common Stock held by MDV IX.

3 This percentage is calculated based upon 22,778,880 shares of Common Stock outstanding as of October 31, 2017 set forth in the Company's 10-Q, filed with the SEC on November 2, 2017.



CUSIP No. 00548A106

- 1 Names of Reporting Persons:  
MDV ENF IX, L.P.
  
- 2 Check the Appropriate Box if a Member of a Group (See Instructions):
  - (a)  x1
  - (b)