

January 17, 2012

**Attachment A3**

On May 17, 2011, Radius Health, Inc. (“Radius Health”) merged with RHI Merger Corp., a wholly-owned subsidiary of MPM Acquisition Corp. (“MPMAC”), with Radius Health surviving (the “Merger”). For U.S. federal income tax purposes, the parties to the Merger treated the transaction as a reorganization pursuant to Section 368(a). In the Merger, Radius Health shares (other than shares cancelled and extinguished pursuant to the merger agreement and dissenting shares) were exchanged for MPMAC shares as follows:

- (a) Each share of Radius Health Common Stock issued and outstanding immediately prior to the Merger was automatically converted into and exchanged for one share of MPMAC Common Stock [CUSIP 750469 108];
- (b) Each share of Radius Health Series A-1 Stock issued and outstanding immediately prior to the Merger was automatically converted into and exchanged for a fraction of a share of MPMAC Series A-1 Stock equal to one multiplied by .1;
- (c) Each share of Radius Health Series A-2 Stock issued and outstanding immediately prior to the Merger was automatically converted into and exchanged for a fraction of a share of MPMAC Series A-2 Stock equal to one multiplied by .1;
- (d) Each share of Radius Health Series A-3 Stock issued and outstanding immediately prior to the Merger was automatically converted into and exchanged for a fraction of a share of MPMAC Series A-3 Stock equal to one multiplied by .1;
- (e) Each share of Radius Health Series A-4 Stock issued and outstanding immediately prior to the Merger was automatically converted into and exchanged for a fraction of a share of MPMAC Series A-4 Stock equal to one multiplied by .1;
- (f) Each share of Radius Health Series A-5 Stock issued and outstanding immediately prior to the Merger was automatically converted into and exchanged for a fraction of a share of MPMAC Series A-5 Stock equal to one multiplied by .1; and
- (g) Each share of Radius Health Series A-6 Stock issued and outstanding immediately prior to the Merger was automatically converted into and exchanged for a fraction of a share of MPMAC Series A-6 Stock equal to one multiplied by .1;

In addition, (i) all shares held by Radius Health as treasury stock or held by MPMAC or RHI Merger Corp at the time of the Merger were cancelled and extinguished and no payment was made with respect to those shares and (ii) all shares of common stock of RHI Merger Corp. issued and outstanding immediately prior to the Merger were converted into one share of common stock of Radius Health.

No fractional shares of MPMAC were issued in the Merger. Rather, MPMAC issued cash to shareholders of Radius Health in lieu of fractional shares, in an amount equal to the product of \$8.142 multiplied by the fractional shares to which a shareholder would otherwise have been entitled.