SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Add	2. Date of Event 3. Issuer Name and Ticker or Trading Symbol ARDELYX, INC. [ARDX] 06/11/2015										
(Last) (First) (Middle) 1954 GREENSPRING DRIVE					4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director X 10% Owner			(N	5. If Amendment, Date of Original Filed (Month/Day/Year)		
SUITE 600						Officer (give title below)		Other (spe below)		Individual or Join plicable Line)	t/Group Filing (Check
(Street)										X Form filed b	y One Reporting Person
TIMONIUM	MD	21093								Form filed t Reporting F	by More than One Person
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)					4. Nature of Indirect Beneficial Ownership (Instr. 5)	
Common Stock						1,401,869		Ι		See Note 1 ⁽¹⁾	
Common Stock						1,401,869 I		See Note 2 ⁽²⁾			
Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securit Underlying Derivative Security		y (Instr. 4) Conve or Exe		e Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)	
			Date Exercisable	Expiratior Date	n Title			Amount or Number of Shares	Price of Derivative Security	Direct (D) or Indirect (I) (Instr. 5)	
Common Stock Warrant (right to buy)		06/05/2015	06/05/2020		Common Stock		420,561	13.91	I	See Note 1 ⁽¹⁾	
Common Stock Warrant (right to buy)		06/05/2015	06/05/2020)	Common Stock		420,561	13.91	I	See Note 2 ⁽²⁾	

Explanation of Responses:

1. The Reporting Person is a manager of NEA 15 GP, LLC, ("NEA 15 GP") which is the sole general partner of NEA Partners 15, L.P. ("NEA Partners 15"). NEA Partners 15 is the sole general partner of New Enterprise Associates 15, L. P. ("NEA 15"), the direct beneficial owner of the securities. The Reporting Person disclaims 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 NEA 15 in which the Reporting Person has no pecuniary interest.

2. The Reporting Person is a manager of NEA 15 GP which is the sole general partner of NEA Partners 15-OF, L.P. ("NEA Partners 15-OF"). NEA Partners 15-OF is the sole general partner of NEA 15 Opportunity Fund, L. P. ("NEA Opportunity 15"), the direct beneficial owner of the securities. The Reporting Person disclaims 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 NEA Opportunity 15 in which the Reporting Person has no pecuniary interest. **Remarks:**

> /s/ Sasha Keough, attorney-infact

01/14/2016

** Signature of Reporting Person Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.