

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Novo Holdings A/S</u>			2. Issuer Name and Ticker or Trading Symbol <u>Harmony Biosciences Holdings, Inc. [HRMY]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) _____ Other (specify below) _____		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>08/21/2020</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
<u>TUBORG HAVNEVEJ 19</u>			4. If Amendment, Date of Original Filed (Month/Day/Year) <u>08/25/2020</u>					
(Street)								
<u>HELLERUP</u>	<u>G7</u>	<u>2900</u>						
(City)	(State)	(Zip)						

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
<u>COMMON STOCK</u>	<u>08/21/2020</u>		<u>C</u>		<u>3,622,470</u>	<u>A</u>	<u>(I)</u>	<u>3,754,973</u>	<u>D</u>	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
<u>Series A Convertible Preferred Stock</u>	<u>(I)</u>	<u>08/21/2020</u>		<u>C</u>		<u>25,000,000</u>		<u>(I)</u>	<u>(I)</u>	<u>Common Stock</u>	<u>3,379,882</u>	<u>(I)</u>	<u>0</u>	<u>D</u>	
<u>Series C Convertible Preferred Stock</u>	<u>(I)</u>	<u>08/21/2020</u>		<u>C</u>		<u>1,860,107</u>		<u>(I)</u>	<u>(I)</u>	<u>Common Stock</u>	<u>242,588</u>	<u>(I)</u>	<u>0</u>	<u>D</u>	

Explanation of Responses:

1. This amendment reflects the updated dividend shares issuable on the preferred stock as communicated to Novo Holdings A/S by the Issuer on August 31, 2020. The Series A Convertible Preferred Stock and Series C Convertible Preferred Stock automatically converted on a 8.215-for-1 basis into the number of shares of Common Stock as shown in Column 7 upon the closing of the Issuer's initial public offering without payment or further consideration. The number of shares of Common Stock shown in Column 7 also includes the payment of an accrued stock dividend by the Company to the holder which became due and issuable upon the conversion of the convertible preferred stock. These shares have no expiration date.

Remarks:

Novo Holdings A/S is a Danish limited liability company. The board of directors of Novo Holdings A/S (the "Novo Board") has investment and voting control over the securities of the Issuer held by Novo Holdings A/S (the "Shares") and may exercise such control only with the support of a majority of the Novo Board. As such, no individual member of the Novo Board is deemed to hold any beneficial ownership or reportable pecuniary interest in the Shares.

/s/ Peter Haahr, Chief Financial Officer of Novo Holdings A/S 09/04/2020

** 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 4 (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.