

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 Address of Reporting Person* <u>Novo Holdings A/S</u> (Last) (First) (Middle) <u>TUBORG HAVNEVEJ 19</u> (Street) <u>HELLERUP G7 2900</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>08/18/2020</u>	3. Issuer Name and Ticker or Trading Symbol <u>Harmony Biosciences Holdings, Inc. [HRMY]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below)	5. If Amendment, Date of Original Filed (Month/Day/Year) <u>08/18/2020</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

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)
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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 Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: 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			
<u>SERIES A CONVERTIBLE PREFERRED STOCK</u>	(1)	(1)	<u>COMMON STOCK</u>	<u>3,379,882⁽¹⁾</u>	(1)	<u>D</u>	
<u>SERIES C CONVERTIBLE PREFERRED STOCK</u>	(1)	(1)	<u>COMMON STOCK</u>	<u>242,588</u>	(1)	<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 are convertible into Common Stock on a 8.215-for-1 basis into the number of shares of Common Stock as shown in Column 3 at the holder's election and automatically 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 3 also includes the payment of an accrued stock dividend by the Company to the holder which becomes 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 09/04/2020
Holdings A/S

** 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.