

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>Went Gregory T</u> <hr/> (Last) (First) (Middle) C/O ADAMAS PHARMACEUTICALS, INC. 2200 POWELL ST, STE 220 <hr/> (Street) EMERYVILLE CA 94608 <hr/> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 04/09/2014	3. Issuer Name and Ticker or Trading Symbol <u>Adamas Pharmaceuticals Inc [ADMS]</u> <hr/> 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><u>Chief Executive Officer</u></p>	5. If Amendment, Date of Original Filed (Month/Day/Year) <hr/> 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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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)
Common Stock	6,666	I	Gregory T. Went, as Custodian for Cora Went under the CA Uniform Transfers to Minors Act
Common Stock	6,666	I	Gregory T. Went, as Custodian for Bridget Went under the CA Uniform Transfers to Minors Act
Common Stock	390,664	I	Gregory T. Went and Marjorie S. Went, Trustees of the Went Family Living Trust Dated 03/24/11
Common Stock	80,000	I	Gregory T. Went and Marjorie S. Went, Trustees of the 2012 Irrevocable Trust FBO Cora Margaret Went
Common Stock	80,000	I	Gregory T. Went and Marjorie S. Went, Trustees of the 2012 Irrevocable Trust FBO Bridget Elise Went

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			
Series AA-1 Convertible Preferred Stock	(1)	(1)	Common Stock	8	(1)	D	
Stock Option (Right to Buy)	(2)	09/12/2016	Common Stock	250,000	1.875	D	
Stock Option (Right to Buy)	(3)	11/16/2021	Common Stock	250,000	0.665	D	
Stock Option (Right to Buy)	(4)	02/22/2022	Common Stock	60,000	0.665	D	
Stock Option (Right to Buy)	(5)	02/20/2024	Common Stock	868,000	8.995	D	
Common Stock Warrant	(6)	09/25/2014	Common Stock	23,110	4.5	D	
Series AA Convertible Preferred Warrant	(7)	06/30/2018	Common Stock	5,180	3.8045	D	

Explanation of Responses:

1. The Series AA-1 Preferred Stock has no expiration date and will automatically convert immediately prior to the closing of the Issuer's initial public offering, at a conversion ratio of 1 share of Common Stock for every 1000 shares of Series AA-1 Preferred Stock, for no additional consideration. Except upon the closing of the Issuer's initial public offering, the Series AA-1 Preferred Stock shall not be convertible into Common Stock.

2. The Option shares shall vest as follows: one-fifth (1/5th) of the shares vest one year after April 25, 2006; the balance of the shares vest in a series of forty-eight (48) successive equal monthly installments measured from the first anniversary of June 30, 2011, subject to Reporting Person's Continuous Service (as defined in the Issuer's 2007 Stock Plan) as of each such date. The Option shares are subject to an early exercise right and may be exercised in full prior to vesting.

3. The Option shares shall vest as follows: one-fifth (1/5th) of the shares vest one year after June 30, 2011; the balance of the shares vest in a series of forty-eight (48) successive equal monthly installments measured from the first anniversary of June 30, 2011, subject to Reporting Person's Continuous Service (as defined in the Issuer's 2007 Stock Plan) as of each such date. The Option shares are subject to an early exercise right and may be exercised in full prior to vesting.

4. The Option shares shall vest as follows: one-fifth (1/5th) of the shares vest one year after February 1, 2012; the balance of the shares vest in a series of forty-eight (48) successive equal monthly installments measured from the first anniversary of February 1, 2012, subject to Reporting Person's Continuous Service (as defined in the Issuer's 2007 Stock Plan) as of each such date. The Option shares are subject to an early exercise right and may be exercised in full prior to vesting.

5. The Option shares shall vest as follows: one-fifth (1/5th) of the shares vest one year after February 20, 2014; the balance of the shares vest in a series of forty-eight (48) successive equal monthly installments measured from the first anniversary of February 20, 2014, subject to Reporting Person's Continuous Service (as defined in the Issuer's 2007 Stock Plan) as of each such date. The Option shares are subject to an early exercise right and may be exercised in full prior to vesting.

6. The Common Stock Warrant may be exercised through cash payment of the purchase price or through net exercise before the expiration date.

7. The Series AA Convertible Preferred Warrant may be exercised through cash payment of the purchase price at any time prior to the Issuer's initial public offering and will automatically net exercise immediately prior to the closing of the Issuer's initial public offering, at a conversion ratio of 1 share of Common Stock for every 1 share of Series AA Convertible Preferred Stock under the Series AA Convertible Preferred Warrant.

Remarks:

/s/Danielle Naftulin, Attorney-
in-Fact

04/09/2014

** 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.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Anthony M. Rimac, John Tran and Danielle Naftulin, signing individually, the undersigned's true and lawful attorneys-in fact and agents to:

(1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer, director or beneficial owner of more than 10% of a registered class of securities of Adamas Pharmaceuticals, Inc. (the "Company"), Forms 3, 4 and 5 (including any amendments thereto) in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act") and the rules thereunder and a Form ID, Uniform Application for Access Codes to File on EDGAR;

(2) do and perform any and all acts for and on behalf of the undersigned that may be necessary or desirable to execute such Forms 3, 4 or 5 or Form ID (including any amendments thereto) and timely file such forms with the United States Securities and Exchange Commission and any stock exchange or similar authority; and

(3) take any other action of any nature whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until the earliest to occur of (a) the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, (b) revocation by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact or (c) as to any attorney-in-fact individually, until such attorney-in-fact is no longer employed by the Company or Cooley LLP.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of March 20, 2014.

/s/ Gregory T. Went

Signature

Gregory T. Went

Print Name