

Ultragenyx Pharmaceutical Inc.  
 Form 3  
 February 05, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0104  
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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |         |                                      |  |  |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * |         | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol      |  |
| Â FMR LLC                                 |         | (Month/Day/Year)                     | Ultragenyx Pharmaceutical Inc. [RARE]            |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| 245 SUMMER STREET                         |         |                                      | (Check all applicable)                           |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director                | <input checked="" type="checkbox"/> 10% Owner                          |
| BOSTON,Â MAÂ 02210                        |         |                                      | <input type="checkbox"/> Officer                 | <input checked="" type="checkbox"/> Other                              |
| (City)                                    | (State) | (Zip)                                | (give title below)                               | (specify below)  |
|   |         |                                      | Edward C. Johnson 3d                             | 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<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|

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

SEC 1473 (7-02)

**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 control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

|   |   |  |  |  |  |
|---|---|--|--|--|--|
| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|   | Date Exercisable  | Expiration Date  |  |  |  |
|   |   | Title  | Amount or Number of Shares                             |  |  |

|                                      |       |       |              |           |        |   |   |
|--------------------------------------|-------|-------|--------------|-----------|--------|---|---|
| Series A Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 9,129,063 | \$ (1) | I | by Beacon Bioventures Fund II Limited Partnership |
| Series B Convertible Preferred Stock | Â (1) | Â (1) | Common Stock | 541,634   | \$ (1) | I | by Beacon Bioventures Fund II Limited Partnership |

## Reporting Owners

| Reporting Owner Name / Address                   | Relationships |           |         |                      |
|--|---------------|-----------|---------|----------------------|
|  | Director      | 10% Owner | Officer | Other                |
| FMR LLC<br>245 SUMMER STREET<br>BOSTON, MA 02210 | Â             | Â X       | Â       | Edward C. Johnson 3d |

## Signatures

Scott C. Goebel, Duly authorized under Powers of Attorney effective as of June 1, 2008, by and on behalf of FMR LLC and its direct and indirect subsidiaries, and by and on behalf of Edward C. Johnson 3d 02/05/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) All classes of Convertible Preferred Stock automatically convert into Common Stock, on a 3.1345-for-1 basis, upon the consummation of the initial public offering of Common Stock by the Issuer. The number of underlying shares of Common Stock reported in Column 3 does not reflect the conversion of 3.1345 Convertible Preferred Stock for 1 Common Stock.

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### Remarks:

Beacon Bioventures Advisors Fund II Limited Partnership is the general partner of Beacon Bioventure

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.