MOMENTA PHARMACEUTICALS INC

Form 4 June 22, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

Number: January 31, Expires:

2005 Estimated average

10% Owner

0.5

OMB APPROVAL

burden hours per response...

Check this box if no longer subject to Section 16.

Form 4 or Form 5 obligations may continue.

See Instruction

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(b).

1. Name and Address of Reporting Person * Bishop John E

2. Issuer Name and Ticker or Trading

Symbol **MOMENTA**

PHARMACEUTICALS INC

[MNTA]

(Last) (First) (Middle) 3. Date of Earliest Transaction

(Zip)

(Month/Day/Year)

5. Relationship of Reporting Person(s) to

Issuer

(Check all applicable)

Senior VP, Pharmaceutical Scie

C/O MOMENTA

X_ Officer (give title Other (specify below)

Director

06/19/2015

PHARMACEUTICALS, INC., 675 WEST KENDALL STREET

(State)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

CAMBRIDGE, MA 02142

(City)

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative S	Securi	ties Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/19/2015		Code V M(1)	Amount 2,554	(A) or (D)	Price \$ 15.44	Transaction(s) (Instr. 3 and 4) 101,934	D	
Common Stock	06/19/2015		S(1)	2,554	D	\$ 25.5	99,380	D	
Common Stock	06/19/2015		M <u>(1)</u>	18,720	A	\$ 15.44	118,100	D	
Common Stock	06/19/2015		S <u>(1)</u>	18,720	D	\$ 25.5	99,380	D	

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

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SEC 1474 (9-02)

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)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number of TransactionDerivative Code Securities (Instr. 8) 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 Underlying Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	\$ 15.44	06/19/2015		M <u>(1)</u>		2,554	02/14/2015	02/14/2022	Common Stock	2,554
Stock Option (Right to Buy)	\$ 15.44	06/19/2015		M <u>(1)</u>	1	18,720	02/14/2015	02/14/2022	Common Stock	18,720

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Bishop John E C/O MOMENTA PHARMACEUTICALS, INC. 675 WEST KENDALL STREET CAMBRIDGE, MA 02142

Senior VP, Pharmaceutical Scie

Signatures

/s/ Richard P. Shea as attorney in fact 06/22/2015

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 13, 2013.

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

Reporting Owners 2

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