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MOMENTA PHARMACEUTICALS INC

Form 4 May 21, 2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

OMB APPROVAL OMB

Washington, D.C. 20549 Number: Expires:

3235-0287 January 31,

2005

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per

Form 5 obligations may continue.

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

response... 0.5

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to

Bishop John E

(Last)

Common

Stock

Symbol

MOMENTA PHARMACEUTICALS INC Issuer

[MNTA]

(Check all applicable)

Senior VP, Pharmaceutical Scie

X_ Officer (give title

Director

10% Owner Other (specify

3. Date of Earliest Transaction

below)

(Month/Day/Year) C/O MOMENTA 05/20/2015

(Middle)

PHARMACEUTICALS, INC., 675 WEST KENDALL STREET

(Street)

(First)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)

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

CAMBRIDGE, MA 02142

(City) (State) (Zip)

05/20/2015

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

1.Title of 2. Transaction Date 2A. Deemed Security (Month/Day/Year) Execution Date, if (Instr. 3) any (Month/Day/Year)

3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)

5. Amount of 6. Ownership 7. Nature of Form: Direct Indirect Securities Beneficially (D) or Beneficial Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported

(A) or Code Amount (D)

Transaction(s) (Instr. 3 and 4)

Price $S^{(1)}$ 227 D 19.68

110,634 D

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

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Code of (Month/Day/Year)		Expiration Da	Date Amou		nt of	Derivative	J
Security	or Exercise		any			Year)	Underlying		Security	,	
(Instr. 3)	Price of		(Month/Day/Year)				Securi	ities	(Instr. 5)]	
	Derivative							(Instr. 3 and 4)			(
	Security				Acquired]
				(A) or]
					Disposed						-
				of (D) (Instr. 3,							(
					4, and 5)						
									Amount		
									or		
						Date	Expiration e Date	Title	Number		
						Exercisable			of		
				Code V	(A) (D)				Shares		
				Couc v	(II) (D)				Silaics		

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

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

Signatures

/s/ Marie T. Washburn as attorney in fact

05/21/2015

**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 November 9 2009.

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.

Reporting Owners 2