

KWON YOUNG
Form 3
March 12, 2018

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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 *

Â KWON YOUNG

(Last) (First) (Middle)

C/O MOMENTA
PHARMACEUTICALS,
INC.,Â 675 WEST KENDALL
STREET

(Street)

CAMBRIDGE,Â MAÂ 02142

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)

03/07/2018

3. Issuer Name and Ticker or Trading Symbol

MOMENTA PHARMACEUTICALS INC [MNTA]

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
SVP, Corporate Development

6. Individual or Joint/Group Filing(Check Applicable Line)
☒ Form filed by One Reporting Person
☐ 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)

Common Stock

142,411

D Â

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

SEC 1473 (7-02)

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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

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	Â (1)	02/22/2021	Common Stock	62,000	\$ 13.26	D	Â
Stock Option (Right to Buy)	Â (2)	02/14/2022	Common Stock	30,000	\$ 15.44	D	Â
Stock Option (Right to Buy)	Â (3)	02/19/2023	Common Stock	30,800	\$ 12.58	D	Â
Stock Option (Right to Buy)	Â (4)	02/18/2024	Common Stock	38,575	\$ 17.96	D	Â
Stock Option (Right to Buy)	Â (5)	02/18/2025	Common Stock	37,725	\$ 13.02	D	Â
Stock Option (Right to Buy)	Â (6)	08/11/2025	Common Stock	20,000	\$ 21.56	D	Â
Stock Option (Right to Buy)	Â (7)	02/09/2026	Common Stock	37,800	\$ 10.83	D	Â
Stock Option (Right to Buy)	Â (8)	02/07/2027	Common Stock	45,100	\$ 18.85	D	Â
Restricted Stock Units	Â (9)	Â (9)	Common Stock	16,913	\$ (10)	D	Â
Restricted Stock Units	Â (11)	Â (11)	Common Stock	55,000	\$ (10)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KWON YOUNG C/O MOMENTA PHARMACEUTICALS, INC. 675 WEST KENDALL STREET CAMBRIDGE, MA 02142	Â	Â	Â SVP, Corporate Development	Â

Signatures

/s/ Marie T. Washburn as attorney
in fact

03/12/2018

__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).

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- (1) Subject to the officer's continued service with the company, the stock options will vest with respect to 25% of the shares on the first anniversary of February 22, 2011, and the remainder will vest in equal quarterly installments over the subsequent three years.
- (2) Subject to the officer's continued service with the company, the stock options granted on February 14, 2012 will vest in equal quarterly installments over the four year vesting period.
- (3) Subject to the officer's continued service with the company, the stock options granted on February 19, 2013 will vest in equal quarterly installments over the four year vesting period.
- (4) Subject to the officer's continued service with the company, the stock options granted on February 18, 2014 will vest in equal quarterly installments over the four year vesting period.
- (5) Subject to the officer's continued service with the company, the stock options granted on February 18, 2015 will vest in equal quarterly installments over the four year vesting period.
- (6) Subject to the officer's continued service with the company, the stock options will vest with respect to 25% of the shares on the first anniversary of August 11, 2015, and the remainder will vest in equal quarterly installments over the subsequent three years.
- (7) Subject to the officer's continued service with the company, the stock options will vest with respect to 25% of the shares on the first anniversary of February 9, 2016, and the remainder will vest in equal quarterly installments over the subsequent three years.
- (8) Subject to the officer's continued service with the company, the stock options will vest with respect to 25% of the shares on the first anniversary of February 7, 2017, and the remainder will vest in equal quarterly installments over the subsequent three years.
- (9) Subject to the officer's continued service with the company, the restricted stock units will vest with respect to 25% of the shares on the first anniversary of February 7, 2017, and the remainder will vest in equal quarterly installments over the subsequent three years.
- (10) Each Restricted Stock Unit represents a contingent right to receive one share of MNTA common stock.
- (11) Subject to the officer's continued service with the company, the restricted stock units will vest with respect to 50% of the shares on the first anniversary of February 12, 2018, and the remaining 50% will vest on the second anniversary of the grant date.

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

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