

KWON YOUNG
Form 4
July 17, 2018

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**STATEMENT OF CHANGES IN 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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
KWON YOUNG

(Last) (First) (Middle)

**C/O MOMENTA
PHARMACEUTICALS, INC., 301
BINNEY STREET**

(Street)

CAMBRIDGE, MA 02142

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
**MOMENTA
PHARMACEUTICALS INC
[MNTA]**

3. Date of Earliest Transaction
(Month/Day/Year)
07/13/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
☒ Officer (give title below) _____ Other (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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	07/13/2018		<u>M</u> ⁽¹⁾	V Amount (A) or (D) Price 11,000 A \$ 13.26	136,624	D	
Common Stock	07/13/2018		<u>S</u> ⁽¹⁾	11,000 D \$ 27.4 (2)	125,624	D	
Common Stock	07/13/2018		<u>M</u> ⁽¹⁾	8,000 A \$ 15.44	133,624	D	
Common Stock	07/13/2018		<u>S</u> ⁽¹⁾	8,000 D \$ 27.4 (2)	125,624	D	

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Common Stock	07/13/2018	<u>M</u> ⁽¹⁾	6,000	A	\$ 12.58	131,624	D
Common Stock	07/13/2018	<u>S</u> ⁽¹⁾	6,000	D	\$ 27.4 (2)	125,624	D
Common Stock	07/13/2018	<u>M</u> ⁽¹⁾	6,000	A	\$ 17.96	131,624	D
Common Stock	07/13/2018	<u>S</u> ⁽¹⁾	6,000	D	\$ 27.48 (2)	125,624	D
Common Stock	07/13/2018	<u>M</u> ⁽¹⁾	3,500	A	\$ 13.02	129,124	D
Common Stock	07/13/2018	<u>S</u> ⁽¹⁾	3,500	D	\$ 27.33 (2)	125,624	D
Common Stock	07/13/2018	<u>M</u> ⁽¹⁾	4,000	A	\$ 21.56	129,624	D
Common Stock	07/13/2018	<u>S</u> ⁽¹⁾	4,000	D	\$ 27.4 (2)	125,624	D
Common Stock	07/13/2018	<u>S</u> ⁽¹⁾	11,000	D	\$ 27.35 (2)	114,624	D

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

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(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)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities 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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option(Right to Buy)	\$ 13.26	07/13/2018		<u>M</u> ⁽¹⁾	11,000	02/22/2015 02/22/2021	Common Stock 11,000
	\$ 15.44	07/13/2018		<u>M</u> ⁽¹⁾	8,000	02/14/2016 02/14/2022	Common Stock 8,000

Stock Option(Right to Buy)								Common Stock	
Stock Option(Right to Buy)	\$ 12.58	07/13/2018	M ⁽¹⁾	6,000	02/19/2017	02/19/2023		Common Stock	6,000
Stock Option(Right to Buy)	\$ 17.96	07/13/2018	M ⁽¹⁾	6,000	02/18/2018	02/18/2024		Common Stock	6,000
Stock Option(Right to Buy)	\$ 13.02	07/13/2018	M ⁽¹⁾	3,500	05/18/2018	02/18/2025		Common Stock	3,500
Stock Option(Right to Buy)	\$ 21.56	07/13/2018	M ⁽¹⁾	4,000	05/11/2018	08/11/2025		Common Stock	4,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KWON YOUNG C/O MOMENTA PHARMACEUTICALS, INC. 301 BINNEY STREET CAMBRIDGE, MA 02142			SVP, Corporate Development	

Signatures

/s/ Alejandra Carvajal as attorney
in fact

07/17/2018

__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 transaction was effected pursuant to a Rule 10b5-1 trading plan.

This transaction was executed in multiple trades at prices ranging from \$26.90 to \$27.90. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

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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