

Stampacchia Otello
Form 4
February 09, 2010

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 *
Stampacchia Otello

(Last) (First) (Middle)

C/O OMEGA FUND
MANAGEMENT (US), INC., 545
BOYLSTON ST., 4TH FLOOR

(Street)

BOSTON, MA 02116

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

MICROMET, INC. [MITI]

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

02/05/2010

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)

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)	
			Code	V	Amount (A) or (D)	Price			
Common Stock	02/05/2010		S <u>(1)</u>		22,500 <u>(2)</u>	\$ 8.0828 <u>(5)</u>	2,960,413 <u>(8)</u>	I	By Fund <u>(11)</u> <u>(12)</u>
Common Stock	02/08/2010		S <u>(1)</u>		133,000 <u>(3)</u>	\$ 8.1927 <u>(6)</u>	2,827,413 <u>(9)</u>	I	By Fund <u>(11)</u> <u>(12)</u>
Common Stock	02/09/2010		S <u>(1)</u>		105,000 <u>(4)</u>	\$ 8.15 <u>(7)</u>	2,722,413 <u>(10)</u>	I	By Fund <u>(11)</u> <u>(12)</u>

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)	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 Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 10)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Stampacchia Otello
C/O OMEGA FUND MANAGEMENT (US), INC.
545 BOYLSTON ST., 4TH FLOOR
BOSTON, MA 02116

X

Signatures

/s/ Anne-Mari Paster, as Attorney-in-Fact for Otello
Stampacchia

02/09/2010

__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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on June 10, 2009.
- (2) Consists of 14,982 shares sold by Omega Fund I, L.P. ("Omega I") and 7,518 shares sold by Omega Fund III, L.P. ("Omega III").
- (3) Consists of 88,560 shares sold by Omega I and 44,440 shares sold by Omega III.
- (4) Consists of 69,915 shares sold by Omega I and 35,085 shares sold by Omega III.

- (5) Price reflected is the weighted-average sale price for shares sold. The range of sale prices for the transactions reported was \$8 to \$8.25 per share. The reporting person undertakes to provide, upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

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- (6) Price reflected is the weighted-average sale price for shares sold. The range of sale prices for the transactions reported was \$8.13 to \$8.28 per share. The reporting person undertakes to provide, upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

- (7) Price reflected is the weighted-average sale price for shares sold. The range of sale prices for the transactions reported was \$8.07 to \$8.25 per share. The reporting person undertakes to provide, upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

- (8) Consists of 1,971,221 shares beneficially owned by Omega I and 989,192 shares beneficially owned by Omega III.

- (9) Consists of 1,882,661 shares beneficially owned by Omega I and 944,752 shares beneficially owned by Omega III.

- (10) Consists of 1,812,746 shares beneficially owned by Omega I and 909,667 shares beneficially owned by Omega III.

- (11) Consists of securities held directly by Omega III. Omega Fund III GP, L.P. ("Omega III GPLP") is the general partner of Omega III. Omega Fund III G.P., Ltd. ("Omega III GPLtd") is the general partner of Omega III GPLP. Omega Fund Management Limited ("Omega Management") is the sole shareholder of Omega III GPLtd. Sigma Holding Limited ("Sigma") is the sole shareholder of Omega Management. Otello Stampacchia ("Stampacchia") is the sole shareholder of Sigma and is also a director of Micromet, Inc. Stampacchia disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

- (12) Consists of securities held directly by Omega I. Omega Fund GP, Ltd. ("Omega GP") is the general partner of Omega I. Omega Management is the sole shareholder of Omega GP. Sigma is the sole shareholder of Omega Management. Stampacchia is the sole shareholder of Sigma and is also a director of Micromet, Inc. Stampacchia disclaims beneficial ownership of the reported securities except to the extent of his pecuniary interest therein.

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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