

Stampacchia Otello
Form 4
September 09, 2009

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Stampacchia Otello

(Last) (First) (Middle)

12, RUE DE LA
COULOUVRENIERE

(Street)

1204 GENEVA, V8

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MICROMET, INC. [MITI]

3. Date of Earliest Transaction
(Month/Day/Year)
09/04/2009

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 Price (A) or (D) | | | |
| Common Stock | 09/04/2009 | | S(1) | 15,000 (2) D \$ 6.923 (5) | 4,259,113 (8) | I | By Fund (11) (12) |
| Common Stock | 09/08/2009 | | S(1) | 25,000 (3) D \$ 7.1566 (6) | 4,234,113 (9) | I | By Fund (11) (12) |
| Common Stock | 09/09/2009 | | S(1) | 30,000 (4) D \$ 7.333 (7) | 4,204,113 (10) | I | By Fund (11) (12) |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form

SEC 1474 (9-02)

displays a currently valid OMB control number.

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 Owned Beneficially (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | 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 12, RUE DE LA COULOUVRENIERE 1204 GENEVA, V8 | | X | | |

Signatures

/s/ Anne-Mari Paster, as attorney in fact for Otello Stampacchia
 09/09/2009
 **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 9,988 shares sold by Omega Fund I, L.P. ("Omega I") and 5,012 shares sold by Omega Fund III, L.P. ("Omega III").
- (3) Consists of 16,647 shares sold by Omega I and 8,353 shares sold by Omega III.
- (4) Consists of 19,976 shares sold by Omega I and 10,024 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 \$6.82 to \$7.00 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.
- (6) Price reflected is the weighted-average sale price for shares sold. The range of sale prices for the transactions reported was \$7.08 to \$7.21 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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- Price reflected is the weighted-average sale price for shares sold. The range of sale prices for the transactions reported was \$7.14 to
- (7) \$7.45 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 2,835,977 shares beneficially owned by Omega I and 1,423,136 shares beneficially owned by Omega III.
 - (9) Consists of 2,819,330 shares beneficially owned by Omega I and 1,414,783 shares beneficially owned by Omega III.
 - (10) Consists of 2,799,354 shares beneficially owned by Omega I and 1,404,759 shares beneficially owned by Omega III.
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.
 - (11) 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.
 - (12)

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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