Bishop John E Form 4 July 27, 2010

## FORM 4

#### **OMB APPROVAL**

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

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

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

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person *Bishop John E			2. Issuer Name and Ticker or Trading Symbol MOMENTA PHARMACEUTICALS INC [MNTA]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last) 675 WEST 1	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 07/23/2010	Director 10% Owner X Officer (give title Other (specif below) below)  Senior VP, Pharmaceutical Scie		
CAMBRID(	(Street) GE, MA 021	42	4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(City)	(State)	(Zip)	Table I. Non Doningtine Committee	accepted Dispersed of an Boneficially Own		

(City)	(State)	Tab	le I - Non-De	erivative Securities Acquire	d, Disposed of, or	r 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)  (A) or Amount (D) Price	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)
Commom Stock	07/23/2010		S(1)(2)	67,950 D \$ 20.7683	49,549	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form 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)

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactic Code (Instr. 8)	Sec Acq or I (D)	curities quired (A) Disposed of str. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option to purchase stock	\$ 8.1	07/23/2010		M		3,087	11/02/2005	11/02/2014	Common Stock	3,087
Option to purchase stock	\$ 8.1	07/23/2010		M		5,663	11/02/2005	11/02/2014	Common Stock	5,663
Option to purchase stock	\$ 10.43	07/23/2010		M		6,234	02/25/2010	02/25/2019	Common Stock	6,234
Option to purchase stock	\$ 12.81	07/23/2010		M		30,466	02/22/2008	02/22/2017	Common Stock	30,466
Option to purchase stock	\$ 16.94	07/23/2010		M		22,500	12/15/2007	12/15/2016	Common Stock	22,500

# **Reporting Owners**

Reporting Owner Name / Address	Relationships						
· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other			
Bishop John E 675 WEST KENDALL STREET			Senior VP, Pharmaceutical Scie				
CAMBRIDGE, MA 02142							

# **Signatures**

/s/ Michael Flanagan as attorney in fact 07/27/2010

\*\*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) This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 24, 2009.
- (2) This transaction was executed in multiple trades at prices ranging from \$20.00 to \$22.00. 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

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issuer full information regarding the number of shares and prices at which the transaction was effected.

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.