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MICROMET, INC. Form 3

January 16, 2008 **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 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol Person * Statement MICROMET, INC. [MITI] A Alvarez-Masterton Sharon (Month/Day/Year) 01/14/2008 Rose (Last) (First) (Middle) 4. Relationship of Reporting 5. If Amendment, Date Original Person(s) to Issuer Filed(Month/Day/Year) 13-15 VICTORIA ROAD, ST (Check all applicable) PETER PORT (Street) 6. Individual or Joint/Group __X__ 10% Owner Director Officer Other Filing(Check Applicable Line) (give title below) (specify below) _X_ Form filed by One Reporting Person GUERNSEY, GY1 3ZD, X0Â Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Beneficially Owned 1. Title of Security 2. Amount of Securities 3. 4. Nature of Indirect Beneficial Beneficially Owned Ownership Ownership (Instr. 4) (Instr. 4) Form: (Instr. 5) Direct (D) or Indirect (I) (Instr. 5) Common Stock 3,257,936 Ι By Fund (1) Common Stock $1,634,877 \stackrel{(2)}{=}$ Ι By Fund (3) Reminder: Report on a separate line for each class of securities beneficially SEC 1473 (7-02) owned directly or indirectly. Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

currently valid OMB control number.

1. Title of Derivative Security 2. Date Exercisable and (Instr. 4) Expiration Date Expiration Date Securities Underlying Derivative Security Or Exercise Form of Ownership

1. Title of Derivative Security Office Security Office Security Office Security Or Exercise Office Security Office

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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)	(Instr. 5)
Common Stock Warrants (right to buy)	12/19/2007	12/19/2012	Common Stock	817,439 (4)	\$ 3.09	I	By Fund (3)

Reporting Owners

Reporting Owner Name / Address	Relationships					
. 0	Director	10% Owner	Officer	Oth		
Alvarez-Masterton Sharon Rose						
13-15 VICTORIA ROAD	Â	ÂΧ	â	â		
ST PETER PORT	А	АЛ	A	A		
GUERNSEY, GY1 3ZD, X0Â						

Signatures

/s/ Sharon Rose Alvarez-Masterton 01/16/2008

**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).
 - The reported securities are owned directly by Omega Fund I, L.P. ("Omega I"). Omega I, Omega Fund GP, Ltd. ("Omega GP"), Omega Fund Management Limited ("Omega Management") and Sigma Holding Limited ("Sigma") have previously reported as ten percent
- owners. Sharon Rose Alvarez-Masterton ("Alvarez-Masterton") is a ten percent holder, and she is a director of each of (i) Omega GP, which is the general partner of Omega I, (ii) Omega Management, which is the sole shareholder of Omega GP and (iii) Sigma, which is the sole shareholder of Omega Management. Alvarez-Masterton disclaims beneficial ownership of the reported securities except to the extent of her pecuniary interest therein.
- (2) All shares reported herein reflect an issuance of Common Stock by the Issuer on June 22, 2007.
 - The reported securities are directly held by Omega Fund III, L.P. ("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
- (3) Management is the sole shareholder of Omega III GPLtd. Sigma is the sole shareholder of Omega Management. Alvarez-Masterton is a director of each of (i) Omega III GPLtd, (ii) Omega Management, and (iii) Sigma. Alvarez-Masterton disclaims beneficial ownership of the reported securities except to the extent of her pecuniary interest therein.
- (4) All shares reported herein reflect an issuance of Warrant in connection with the issuance of Common Stock on June 22, 2007.

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.

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