MICROMET, INC.

Form 3 May 15, 2006

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

Person *

 ADVENT PRIVATE EQUITY FUND III A LTD PARTNERSHIP

(Last)

(First)

(Middle)

Statement

(Month/Day/Year) 05/05/2006

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

MICROMET, INC. [MITI]

25 BUCKINGHAM GATE

(Street)

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

(Check all applicable)

Director Officer

_X__ 10% Owner Other (give title below) (specify below)

6. Individual or Joint/Group

Filing(Check Applicable Line) Form filed by One Reporting

X Form filed by More than One

Reporting Person

LONDON. X0Â SW1E 6LD

(City) (State) (Zip)

(Instr. 4)

1. Title of Security

2. Amount of Securities

Beneficially Owned (Instr. 4)

3. Ownership Form:

4. Nature of Indirect Beneficial Ownership (Instr. 5)

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Direct (D) or Indirect

Table I - Non-Derivative Securities Beneficially Owned

(I) (Instr. 5)

common stock (1)

 $3,528,875 \stackrel{(2)}{=} \stackrel{(3)}{=}$

 $D^{(2)(3)}$

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 displays a currently valid OMB control number.

SEC 1473 (7-02)

4.

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

1. Title of Derivative Security

Expiration Date (Month/Day/Year)

2. Date Exercisable and 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

5. Ownership Conversion

6. Nature of Indirect Beneficial Ownership (Instr. 5)

or Exercise Form of Price of Derivative

Derivative Security:

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Date Expiration Title Amount or Security Direct (D)

Exercisable Date Number of Shares (I)

(Instr. 5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ADVENT PRIVATE EQUITY FUND III A LTD PARTNERSHIP 25 BUCKINGHAM GATE LONDON, X0 SW1E 6LD	Â	ÂX	Â	Â
ADVENT PRIVATE EQUITY FUND III B LTD PARTNERSHIP 25 BUCKINGHAM GATE LONDON, X0 SW1E 6LD	Â	ÂX	Â	Â
ADVENT PRIVATE EQUITY FUND III C LTD PARTNERSHIP 25 BUCKINGHAM GATE LONDON, X0 SW1E 6LD	Â	ÂX	Â	Â
ADVENT PRIVATE EQUITY FUND III D LTD PARTNERSHIP 25 BUCKINGHAM GATE LONDON, X0 SW1E 6LD	Â	ÂΧ	Â	Â
ADVENT PRIVATE EQUITY FUND III GMBH & CO KG 25 BUCKINGHAM GATE LONDON, X0 SW1E 6LD	Â	ÂΧ	Â	Â
ADVENT PRIVATE EQUITY FUND III AFFILIATES 25 BUCKINGHAM GATE LONDON, X0 SW1E 6LD	Â	ÂΧ	Â	Â
ADVENT MANAGEMENT III L P 25 BUCKINGHAM GATE LONDON, X0 SW1E 6LD	Â	ÂX	Â	Â

Signatures

/s/ Cara L. Hupprich, Attorney-in-fact 05/15/2006

**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).
- (1) All shares reported herein are shown after the effects of a 1-for-3 reverse stock split effected by the Issuer on May 5, 2006.

Consists of: (i) 1,785,787 shares held of record by Advent Private Equity Fund III ?A? Limited Partnership; (ii) 874,759 shares held of record by Advent Private Equity Fund III ?B? Limited Partnership; (iii) 244,118 shares held of record by Advent Private Equity Fund III

?C? Limited Partnership; (iv) 480,071 shares held of record by Advent Private Equity Fund III ?D? Limited Partnership; (v) 69,111 shares held of record by Advent Private Equity Fund III GmbH & Co. KG; (vi) 57,189 shares held of record by Advent Private Equity Fund III Affiliates Limited Partnership; and (vii) 17,840 shares held of record by Advent Management III Limited Partnership. This report is filed jointly by each of the foregoing entities, all of which are ten percent owners.

Reporting Owners 2

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In addition, Jerry Benjamin, a general partner of each of the foregoing entities, may be deemed to beneficially own the shares held by the foregoing entities. Mr. Benjamin is also a director of the Issuer and has reported his beneficial ownership separately on a Form 3 and Form 4, both of which were filed on May 9, 2006. Each of the filing persons disclaims beneficial ownership of the shares reported herein except to the extent of its 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. 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.