

KWON YOUNG
Form 4
July 16, 2018

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
KWON YOUNG

(Last) (First) (Middle)

**C/O MOMENTA
PHARMACEUTICALS, INC., 301
BINNEY STREET**

(Street)

CAMBRIDGE, MA 02142

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
**MOMENTA
PHARMACEUTICALS INC
[MNTA]**

3. Date of Earliest Transaction
(Month/Day/Year)
07/12/2018

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)
SVP, Corporate Development

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)
Common Stock	07/12/2018		<u>M</u> ⁽¹⁾	V Amount (A) or (D) Price 11,000 A \$ 13.26	148,623	D	
Common Stock	07/12/2018		<u>S</u> ⁽¹⁾	11,000 D \$ 25.4 (2)	137,623	D	
Common Stock	07/12/2018		<u>M</u> ⁽¹⁾	5,500 A \$ 15.44	143,123	D	
Common Stock	07/12/2018		<u>S</u> ⁽¹⁾	5,500 D \$ 25.54	137,623	D	

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Common Stock	07/12/2018	M ⁽¹⁾	6,000	A	⁽²⁾ \$ 12.58	143,623	D
Common Stock	07/12/2018	S ⁽¹⁾	6,000	D	\$ 25.41 ⁽²⁾	137,623	D
Common Stock	07/12/2018	M ⁽¹⁾	6,000	A	\$ 17.96	143,623	D
Common Stock	07/12/2018	S ⁽¹⁾	6,000	D	\$ 25.41 ⁽²⁾	137,623	D
Common Stock	07/12/2018	M ⁽¹⁾	4,000	A	\$ 13.02	141,623	D
Common Stock	07/12/2018	S ⁽¹⁾	4,000	D	\$ 25.41 ⁽²⁾	137,623	D
Common Stock	07/12/2018	M ⁽¹⁾	2,000	A	\$ 21.56	139,623	D
Common Stock	07/12/2018	S ⁽¹⁾	2,000	D	\$ 25.91 ⁽³⁾	137,623	D
Common Stock	07/12/2018	S ⁽¹⁾	11,999	D	\$ 25.4 ⁽⁴⁾	125,624	D

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 Security (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option(Right	\$ 13.26	07/12/2018		M ⁽¹⁾		11,000		02/22/2015	02/22/2021	Common Stock	11,000

to Buy)

Stock

Option(Right to Buy)	\$ 15.44	07/12/2018	M ⁽¹⁾	5,500	02/14/2016	02/14/2022	Common Stock	5,500
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Stock

Option(Right to Buy)	\$ 12.58	07/12/2018	M ⁽¹⁾	6,000	02/19/2017	02/19/2023	Common Stock	6,000
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Stock

Option(Right to Buy)	\$ 17.96	07/12/2018	M ⁽¹⁾	6,000	02/18/2018	02/18/2024	Common Stock	6,000
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Stock

Option(Right to Buy)	\$ 13.02	07/12/2018	M ⁽¹⁾	4,000	05/18/2018	02/18/2025	Common Stock	4,000
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Stock

Option(Right to Buy)	\$ 21.56	07/12/2018	M ⁽¹⁾	2,000	05/11/2018	08/11/2025	Common Stock	2,000
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

KWON YOUNG
C/O MOMENTA PHARMACEUTICALS, INC.
301 BINNEY STREET
CAMBRIDGE, MA 02142

SVP, Corporate Development

Signatures

/s/ Alejandra Carvajal as attorney
in fact

07/16/2018

__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 transaction was effected pursuant to a Rule 10b5-1 trading plan.

This transaction was executed in multiple trades at prices ranging from \$24.90 to \$25.91. 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 issuer full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

This transaction was executed in multiple trades at prices ranging from \$25.90 to \$25.91. 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 issuer full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

This transaction was executed in multiple trades at prices ranging from \$24.90 to \$25.90. 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 issuer full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

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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