### Edgar Filing: OSCIENT PHARMACEUTICALS CORP - Form 4

### OSCIENT PHARMACEUTICALS CORP

Form 4

December 28, 2005

# FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

**OMB APPROVAL** 

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Washington, D.C. 20549

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

Section 16.

subject to

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 \* 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading **EVNIN LUKE** Issuer Symbol OSCIENT PHARMACEUTICALS (Check all applicable) CORP [OSCI] (Last) (First) (Middle) 3. Date of Earliest Transaction \_X\_\_ Director 10% Owner \_ Other (specify Officer (give title (Month/Day/Year) C/O MPM ASSET 12/23/2005 MANAGEMENT, 200 CLARENDON, 54TH FLOOR (Street) 6. Individual or Joint/Group Filing(Check

treet) 4. If Amendment, Date Original
Filed (Month/Day/Year)

Filed(Month/Day/Year)

Applicable Line)

\_X\_ Form filed by One Reporting Person

\_\_ Form filed by More than One Reporting Person

**BOSTON, MA 02116** 

(City)	(State)	(Zip) Tab	le I - Non-	Derivative S	Securit	ties Acquir	ed, Disposed of,	or Beneficially	y 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. Securitie omr Disposed (Instr. 3, 4 a	d of (D	))	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	12/23/2005		S	455,000 (1)	D	Ф	2,576,935	I	See footnote (2)
Common Stock	12/27/2005		S	130,000	D	\$ 2.316	2,446,935	I	See footnote (4)
Common Stock	12/28/2005		S	79,200 (5)	D	\$ 2.3269	2,367,735	I	See footnote (6)

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

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Titl	e and	8. Price of	9
Derivativ	e Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orNumber	Expiration Da	ate	Amou	nt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									Amount		
									or		
						Date	Expiration	Titla			
						Exercisable	Date				
				Code V	(A) (D)						
				Code V	(A) (D)		Date	Title	Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
• 0	Director	10% Owner	Officer	Othe		

EVNIN LUKE C/O MPM ASSET MANAGEMENT 200 CLARENDON, 54TH FLOOR BOSTON, MA 02116

X

## **Signatures**

/s/ Luke Evnin 12/28/2005

\*\*Signature of Person Date

Reporting Person

### **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).

The shares were sold as follows: 398,513 by BB BioVentures L.P. ("BB BV"), 51,255 by MPM BioVentures Parallel Fund, L.P. ("BV PF") and 5,232 by MPM Asset Management Investors 1998 LLC ("AM 1998"). MPM BioVentures I, L.P. ("BV I") and MPM

- (1) BioVentures I LLC ("BV I LLC") are the direct and indirect general partners of BV PF. BAB BioVentures L.P. ("BAB BV") and BAB BioVentures, N.V. ("BAB NV") are the direct and indirect general partners of BB BV. The Reporting Person is a member of one of the shareholders of BAB NV and a manager of AM 1998 and BV I LLC. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by BB BV, BV PF, and AM 1998.
- (2) The shares are held as follows: 2,256,984 by BB BV, 290,317 by BV PF and 29,634 by AM 1998. The Reporting Person disclaims beneficial ownership of the securities except to the extent of its pecuniary interest therein.

Reporting Owners 2

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- The shares were sold as follows: 113,861 by BB BV, 14,644 by BV PF and 1,495 by AM 1998. The Reporting Person disclaims
- (3) beneficial ownership of the securities except to the extent of its pecuniary interest therein. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by BB BV, BV PF, and AM 1998.
- The shares are held as follows: 2,143,123 by BB BV, 275,673 by BV PF and 28,139 by AM 1998. The Reporting Person disclaims beneficial ownership of the securities except to the extent of its pecuniary interest therein.
- The shares were sold as follows: 69,367 by BB BV, 8,922 by BV PF and 911 by AM 1998. The Reporting Person disclaims beneficial (5) ownership of the securities except to the extent of its pecuniary interest therein. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by BB BV, BV PF, and AM 1998.
- The shares are held as follows: 2,073,756 by BB BV, 266,751 by BV PF and 27,228 by AM 1998. The Reporting Person disclaims beneficial ownership of the securities 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.