

MICROMET, INC.
Form 4
September 04, 2008

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
BENJAMIN JERRY

(Last) (First) (Middle)

C/O ADVENT VENTURE PARTNERS, 25 BUCKINGHAM GATE

(Street)

LONDON, X0 SW1E 6LD

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MICROMET, INC. [MITI]

3. Date of Earliest Transaction
(Month/Day/Year)
09/02/2008

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)

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 Ownership (Instr. 4) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|---------|---|-------------|
| | | | | Code V | Amount | (A) or (D) | Price | | | |
| Common Stock | 09/02/2008 | | S | | 23,025 | D | \$ 6.16 (1) | 314,377 | I | By fund (2) |
| Common Stock | 09/02/2008 | | S | | 11,279 | D | \$ 6.16 (1) | 153,996 | I | By fund (3) |
| Common Stock | 09/02/2008 | | S | | 3,148 | D | \$ 6.16 (1) | 42,975 | I | By fund (4) |
| Common | 09/02/2008 | | S | | 6,190 | D | \$ 84,514 | | I | By fund (5) |

| | | | | | | | | | |
|--------------|------------|--|---|-----|---|--------------------|--------|---|--------------------|
| Stock | | | | | | 6.16 <u>(1)</u> | | | |
| | | | | | | \$ | | | |
| Common Stock | 09/02/2008 | | S | 230 | D | 6.16 <u>(1)</u> | 3,141 | I | By fund <u>(6)</u> |
| | | | | | | \$ | | | |
| Common Stock | 09/02/2008 | | S | 737 | D | 6.16 <u>(1)</u> | 10,068 | I | By fund <u>(7)</u> |
| | | | | | | \$ | | | |
| Common Stock | 09/02/2008 | | S | 891 | D | 6.16 <u>(1)</u> | 12,167 | I | By fund <u>(8)</u> |

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

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(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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| | | | | | Code V (A) (D) | | | | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BENJAMIN JERRY C/O ADVENT VENTURE PARTNERS 25 BUCKINGHAM GATE LONDON, X0 SW1E 6LD | X | | | |

Signatures

/s/ Brian F. Leaf,
attorney-in-fact

09/04/2008

__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) Price reflected is the weighted-average purchase price for shares purchased. The range of purchase prices for the transactions reported was \$6.05 to \$6.40 per share. The reporting persons undertake to provide, upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares purchased or sold at each separate price.

(2) These securities are held of record by Advent Private Equity Fund III 'A' Limited Partnership. The reporting person is a general partner of Advent Private Equity Fund III 'A' Limited Partnership and disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

(3) These securities are held of record by Advent Private Equity Fund III 'B' Limited Partnership. The reporting person is a general partner of Advent Private Equity Fund III 'B' Limited Partnership and disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

(4) These securities are held of record by Advent Private Equity Fund III 'C' Limited Partnership. The reporting person is a general partner of Advent Private Equity Fund III 'C' Limited Partnership and disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

(5) These securities are held of record by Advent Private Equity Fund III 'D' Limited Partnership. The reporting person is a general partner of Advent Private Equity Fund III 'D' Limited Partnership and disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

(6) These securities are held of record by Advent Management III Limited Partnership. The reporting person is a general partner of Advent Management III Limited Partnership and disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

(7) These securities are held of record by Advent Private Equity Fund III Affiliates Limited Partnership. The reporting person is a general partner of Advent Private Equity Fund III Affiliates Limited Partnership and disclaims beneficial ownership of these securities except to the extent of his pecuniary interest therein.

(8) These securities are held of record by Advent Private Equity Fund III GmbH & Co. KG. The reporting person is a general partner of Advent Private Equity Fund III GmbH & Co. KG and disclaims beneficial ownership of these securities except to the extent of his 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.

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