

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2008-08-29** | Period of Report: **2008-08-25**
SEC Accession No. **0001012975-08-000144**

(HTML Version on secdatabase.com)

REPORTING OWNER

Stampacchia Otello

CIK: **1361712**
Type: **4** | Act: **34** | File No.: **000-50440** | Film No.: **081048671**

Mailing Address	Business Address
12 RUE DE LA COULOUVRENIERE 1204 GENEVA V8 1204	44223211618

Helyar Connie

CIK: **1361713**
Type: **4** | Act: **34** | File No.: **000-50440** | Film No.: **081048670**

Mailing Address	Business Address
C/O P.O. BOX 431, 13-15 VICTORIA ROAD CHANNEL ISLANDS ST. PETER PORT, GUERNSEY X0 GY1-3ZD	4401481713843

Alvarez-Masterton Sharon Rose

CIK: **1424003**
Type: **4** | Act: **34** | File No.: **000-50440** | Film No.: **081048669**

Mailing Address	Business Address
PO BOX 431, 13-15 VICTORIA ROAD ST.PETER PORT, GUERNSEY CHANNEL ISLANDS X0 GY1 3ZD	44 01481 715842

ISSUER

MICROMET, INC.

CIK: **1131907** | IRS No.: **522243564** | State of Incorp.: **DE** | Fiscal Year End: **1231**
SIC: **2836** Biological products, (no disgnostic substances)

Mailing Address	Business Address
6707 DEMOCRACY BOULEVARD SUITE 505 BETHESDA MD 20817	6707 DEMOCRACY BOULEVARD SUITE 505 BETHESDA MD 20817 240-752-1420

Sigma Holding LTD

CIK: **1361690** | Fiscal Year End: **1231**
Type: **4** | Act: **34** | File No.: **000-50440** | Film No.: **081048672**

Mailing Address	Business Address
C/O P.O. BOX 431, 13-15 VICTORIA ROAD CHANNEL ISLANDS ST. PETER PORT, GUERNSEY X0 GY1-3ZD	C/O P.O. BOX 431, 13-15 VICTORIA ROAD CHANNEL ISLANDS ST. PETER PORT, GUERNSEY X0 GY1-3ZD 4401481713843

Omega Fund Management LTD

Mailing Address	Business Address
C/O P.O. BOX 431, 13-15 VICTORIA ROAD CHANNEL ISLANDS	C/O P.O. BOX 431, 13-15 VICTORIA ROAD CHANNEL ISLANDS

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
 Expires: 02/28/2011
 Estimated average burden
 hours per response 0.5

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

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. Name and Address of Reporting Person Omega Fund Management LTD			2. Issuer Name and Ticker or Trading Symbol MICROMET, INC. [MITI]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 08/25/2008			6. Individual or Joint/Group Filing (Check applicable line) <input type="checkbox"/> Form Filed by One Reporting Person <input checked="" type="checkbox"/> Form Filed by More than One Reporting Person		
13-15 VICTORIA ROAD, ST PETER PORT			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street) GUERNSEY, GY1 3ZD, X0								
(City)	(State)	(Zip)						

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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/25/2008		S		10,000	D	\$7.5103	4,882,813	I	By Fund ⁽¹⁾ ⁽²⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)					

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Omega Fund Management LTD 13-15 VICTORIA ROAD		X		

ST PETER PORT GUERNSEY, GY1 3ZD, X0				
Sigma Holding LTD 13-15 VICTORIA ROAD ST PETER PORT GUERNSEY, GY1 3ZD, X0		X		
Stampacchia Otello 12, RUE DE LA COULOUVRENIERE 1204 GENEVA, V8	X	X		
Helyar Connie 13-15 VICTORIA ROAD ST PETER PORT GUERNSEY, GY1 3ZD, X0		X		
Alvarez-Masterton Sharon Rose 13-15 VICTORIA ROAD ST PETER PORT GUERNSEY, GY1 3ZD, X0		X		

Explanation of Responses:

1. Consists of securities held directly 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 Fund Management Limited ("Omega Management") is the sole shareholder of Omega III GPLtd. Sigma Holding Limited ("Sigma") is the sole shareholder of Omega Management. Connie Helyar ("Helyar") and Sharon Rose Alvarez-Masterton ("Alvarez-Masterton") are directors of each of (i) Omega III GPLtd, (ii) Omega Management, and (iii) Sigma. Otello Stampacchia ("Stampacchia") is the sole shareholder of Sigma and is also a director of Micromet, Inc. Each of Omega III GPLP, Omega III GPLtd., Omega Management, Sigma, Helyar, Alvarez-Masterton and Stampacchia disclaims beneficial ownership of the reported securities except to the extent of his, her or its pecuniary interest therein.
2. Consists of securities held directly by Omega Fund I, L.P. ("Omega I"). Omega Fund GP, Ltd. ("Omega GP") is the general partner of Omega I. Omega Management is the sole shareholder of Omega GP. Sigma is the sole shareholder of Omega Management. Helyar and Alvarez-Masterton are directors of each of (i) Omega GP, (ii) Omega Management, and (iii) Sigma. Stampacchia is the sole shareholder of Sigma and is also a director of Micromet, Inc. Each of Omega GP, Omega Management, Sigma, Helyar, Alvarez-Masterton and Stampacchia disclaims beneficial ownership of the reported securities except to the extent of his, her or its pecuniary interest therein.

Signatures

[/s/ Connie Helyar, director of Omega Fund Management Limited](#)

[08/29/2008](#)

[/s/ Connie Helyar, director of Sigma Holding Limited](#)

[08/29/2008](#)

[/s/ Stampacchia Otello](#)

[08/29/2008](#)

[/s/ Connie Helyar](#)

[08/29/2008](#)

[/s/ Sharon Rose Alvarez-Masterton](#)

[08/29/2008](#)

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.