

MOMENTA PHARMACEUTICALS INC  
Form 8-K  
June 15, 2010

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

WASHINGTON, DC 20549

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**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Date of report (Date of earliest event reported): **June 9, 2010**

**Momenta Pharmaceuticals, Inc.**

(Exact Name of Registrant as Specified in its Charter)

**Delaware**  
(State or Other Jurisdiction  
of Incorporation)

**000-50797**  
(Commission File Number)

**04-3561634**  
(IRS Employer Identification No.)

**675 West Kendall Street, Cambridge, MA**  
(Address of Principal Executive Offices)

**02142**  
(Zip Code)

**(617) 491-9700**

(Registrant's telephone number,

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including area code)

**Not applicable**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

.. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

.. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

.. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

.. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 5.07. Submission of Matters to a Vote of Security Holders.**

On June 9, 2010, Momenta Pharmaceuticals, Inc. (the Company) held its 2010 Annual Meeting of Stockholders (the Annual Meeting) at the offices of Wilmer Cutler Pickering Hale and Dorr located at 60 State Street, Boston, MA. A total of 44,917,748 shares of the Company's common stock were entitled to vote as of April 19, 2010, the record date for the Annual Meeting, of which 34,615,640 were present in person or by proxy at the Annual Meeting. The votes cast with respect to each item of business properly presented at the meeting are as follows:

1. The stockholders elected each of the three Class III nominees to the Company's Board of Directors to hold office until the 2013 Annual Meeting of Stockholders by a plurality of the votes duly cast.

	<b>For</b>	<b>Withheld</b>	<b>Broker Non Votes</b>
Ram Sasisekharan	14,111,506	12,621,600	7,882,534
Bennett M. Shapiro	26,081,829	651,277	7,882,534
Elizabeth Stoner	26,148,136	584,970	7,882,534

2. The stockholders ratified the appointment of Ernst & Young LLP as the Company's independent registered accounting firm for the fiscal year ending December 31, 2010 by a majority of the votes duly cast.

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non Votes</b>
Ratification of Ernst & Young LLP	34,577,228	16,766	21,646	0

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MOMENTA PHARMACEUTICALS, INC.**

Date: June 15, 2010

By:

/s/ Richard P. Shea

Richard P. Shea  
Senior Vice President, Finance and  
Chief Financial Officer  
(Principal Financial Officer)