

OSCIENT PHARMACEUTICALS CORP
Form 4
August 22, 2005

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 *
EVNIN LUKE

2. Issuer Name and Ticker or Trading Symbol
OSCIENT PHARMACEUTICALS CORP [OSCI]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
C/O MPM ASSET MANAGEMENT, 111 HUNTINGTON AVE., 31ST FLOOR

3. Date of Earliest Transaction (Month/Day/Year)
08/18/2005

Director 10% Owner
 Officer (give title below) Other (specify below)

(Street)
BOSTON, MA 02199

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(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	08/18/2005		S		225,000 (1) \$ 2.5296	6,947,050	I	See footnote (2)
Common Stock	08/19/2005		S		60,000 (3) \$ 2.3528	6,887,050	I	See footnote (4)
Common Stock	08/19/2005		S		100,000 (5) \$ 2.42	6,787,050	I	See footnote (6)

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Common Stock	08/22/2005	S	50,000 (7)	D	\$ 2.2936	6,737,050	I	See footnote (8)
Common Stock	08/22/2005	S	150,000 (9)	D	\$ 2.28	6,587,050	I	See footnote (10)

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 Owned Beneficially (Instr. 3 and 4)
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Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

EVNIN LUKE
C/O MPM ASSET MANAGEMENT
111 HUNTINGTON AVE., 31ST FLOOR
BOSTON, MA 02199

X

Signatures

/s/ Luke Evnin 08/22/2005

**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).
The shares were sold as follows: 197,067 by BB BioVentures L.P. ("BB BV"), 25,345 by MPM BioVentures Parallel Fund, L.P. ("BV PF") and 2,588 by MPM Asset Management Investors 1998 LLC ("AM 1998"). MPM BioVentures I, L.P. ("BV I") and MPM 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 manager of BAB NV, AM 1998 and BV I LLC.
- (1) The shares are held as follows: 6,084,555 by BB BV, 782,607 by BV PF and 79,888 by AM 1998. The Reporting Person disclaims beneficial ownership of the securities except to the extent of its pecuniary interest therein.
- (2) The shares were sold as follows: 52,551 by BB BV, 6,759 by BV PF and 690 by AM 1998.
- (3) The shares are held as follows: 6,032,004 by BB BV, 775,848 by BV PF and 79,198 by AM 1998. The Reporting Person disclaims beneficial ownership of the securities except to the extent of its pecuniary interest therein.
- (4) The shares were sold as follows: 87,585 by BB BV, 11,265 by BV PF and 1,150 by AM 1998.
- (5) The shares are held as follows: 5,944,419 by BB BV, 764,583 by BV PF and 78,048 by AM 1998. The Reporting Person disclaims beneficial ownership of the securities except to the extent of its pecuniary interest therein.
- (6) The shares were sold as follows: 43,793 by BB BV, 5,632 by BV PF and 575 by AM 1998.
- (7) The shares are held as follows: 5,900,626 by BB BV, 758,951 by BV PF and 77,473 by AM 1998. The Reporting Person disclaims beneficial ownership of the securities except to the extent of its pecuniary interest therein.
- (8) The shares were sold as follows: 131,378 by BB BV, 16,897 by BV PF and 1,725 by AM 1998.
- (9) The shares are held as follows: 5,769,248 by BB BV, 742,054 by BV PF and 75,748 by AM 1998. The Reporting Person disclaims beneficial ownership of the securities except to the extent of its pecuniary interest therein.
- (10)

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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