Bishop John E Form 4 November 23, 2010

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Bishop John E

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Symbol

MOMENTA

PHARMACEUTICALS INC

[MNTA]

10% Owner Other (specify X_ Officer (give title

(Last) (First) 3. Date of Earliest Transaction

below)

Senior VP, Pharmaceutical Scie

(Month/Day/Year) 675 WEST KENDALL STREET

(Middle)

(Zip)

11/22/2010

6. Individual or Joint/Group Filing(Check

Director

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

Applicable Line) _X_ 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

CAMBRIDGE, MA 02142

(State)

(City)

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	nsaction Date 2A. Deemed th/Day/Year) Execution Date, if any (Month/Day/Year)		4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(Instr. 4)	, ,
Common Stock	11/22/2010		S(1)(2)	2,498	D	\$ 15.32	48,103	D	
Common Stock	11/23/2010		S	309 (3)	D	\$ 15.2	47,794	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Edgar Filing: Bishop John E - Form 4

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. 5. Number Transaction Derivative		6. Date Exercisable and Expiration Date		7. Title and Amount of Underlying Securities	
Security	or Exercise		any	Code Securities		(Month/Day/Year)		(Instr. 3 and 4)	
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Acquired					
	Derivative			(A) or					
	Security			Disposed of					
				(D)					
				(Instr. 3, 4,					
				and 5)					
						_			Amount
						Date Exercisable	Expiration Date	Title	Number of
				Code V	(A) (D)				Shares
Option to purchase stock	\$ 7.41	11/22/2010		M	2,498	05/22/2008	02/22/2018	Common Stock	2,498

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Bishop John E 675 WEST KENDALI

675 WEST KENDALL STREET CAMBRIDGE, MA 02142

Senior VP, Pharmaceutical Scie

Signatures

/s/ Michael Flanagan as attorney in fact

11/23/2010

Date

**Signature of 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).
- (1) This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 24, 2009.
- This transaction was executed in multiple trades at prices ranging from \$15.22 to \$15.45. The price reported above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transaction was effected.
- (3) This sale was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 9, 2009.

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.

Reporting Owners 2