

MICROMET, INC.
 Form 3
 May 09, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Ω Omega Fund I, L.P. | | (Month/Day/Year) | MICROMET, INC. [MITI] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 13-15 VICTORIA ROAD, Ω ST | | 05/05/2006 | (Check all applicable) | |
| PETER PORT | | | <input type="checkbox"/> Director | <input checked="" type="checkbox"/> 10% Owner |
| (Street) | | | <input type="checkbox"/> Officer | <input type="checkbox"/> Other |
| GUERNSEY, GY1 3ZD, Ω X0 Ω | | | (give title below) (specify below) | |
| (City) | (State) | (Zip) | 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 | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 3,257,935 ⁽¹⁾ | D ⁽²⁾ ⁽³⁾ | Ω |

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

SEC 1473 (7-02)

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 control number.

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

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) Title | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|---|--|---|--|
|---|---|---|--|---|--|

| | | | |
|---------------------|--------------------|----------------------------------|----------------------------------|
| Date Exercisable | Expiration Date | Amount or Number of Shares | or Indirect (I) (Instr. 5) |
|---------------------|--------------------|----------------------------------|----------------------------------|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Omega Fund I, L.P. 13-15 VICTORIA ROAD ST PETER PORT GUERNSEY, GY1 3ZD, X0 | ^ | ^ X | ^ | ^ |
| Omega Fund GP, Ltd. 13-15 VICTORIA ROAD ST PETER PORT GUERNEY, GY1 3ZD, X0 | ^ | ^ X | ^ | ^ |
| Omega Fund Management LTD 13-15 VICTORIA ROAD ST PETER PORT GUERNSEY, GY1 3ZD, X0 | ^ | ^ X | ^ | ^ |
| 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 | ^ | ^ |
| Guille Andrew 13-15 VICTORIA ROAD ST PETER PORT GUERNSEY, GY1 3ZD, X0 | ^ | ^ X | ^ | ^ |

Signatures

/s/ Andrew Guille, director of the general partner of Omega Fund I, L.P.

05/08/2006

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) All shares reported herein reflect a 1-for-3 reverse stock split effected by the Issuer on May 5, 2006.

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This report is filed jointly by Omega Fund I, L.P. ("Omega"), Omega Fund GP, Ltd. ("Omega GP"), Omega Fund Management Limited ("Omega Management"), Sigma Holding Limited ("Sigma"), Otello Stampacchia ("Stampacchia"), Connie Helyar ("Helyar") and Andrew Guille ("Guille"), all of which are ten percent owners. Stampacchia is also a director of Micromet, Inc. The reported securities are owned

- (2) directly by Omega. Helyar and Guille are directors of each of (i) Omega GP, which is the general partner of Omega, (ii) Omega Management, which is the sole shareholder of Omega GP and (iii) Sigma, which is the sole shareholder of Omega Management. Stampacchia is the sole shareholder of Sigma. Omega GP, Omega Management, Sigma, Stampacchia, Helyar and Guille disclaim beneficial ownership of the reported securities except to the extent of their pecuniary interest therein.
- (3) See Exhibit 99 for Joint Filer Information.

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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