

OSCIENT PHARMACEUTICALS CORP  
 Form 5  
 February 09, 2007

**FORM 5**

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

OMB APPROVAL

OMB Number: 3235-0362  
 Expires: January 31, 2005  
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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).  
 Form 3 Holdings Reported Form 4 Transactions Reported

**ANNUAL 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

1. Name and Address of Reporting Person \*  
**SINGER DAVID B**

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)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
 12/31/2006

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 \_\_\_\_ Officer (give title below)  Other (specify below)  
 Director at transaction date

1000 WINTER ST. SUITE 2200  
 (Street)

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

6. Individual or Joint/Group Reporting  
 (check applicable line)

WALTHAM, MA 02451

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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
				(A) or (D) Price			
Common Stock	04/04/2006	Â	G	3,750 (1) D \$ 0	13,947	I	By Trust (2)
Common Stock	04/04/2006	Â	G	1,250 A \$ 0	4,385	I	By Trust (3)
Common Stock	04/04/2006	Â	G	1,250 A \$ 0	2,500	I	By Trust (4)
Common Stock	04/04/2006	Â	G	1,250 A \$ 0	2,500	I	By Trust (5)

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Common Stock     ^                     ^                     ^                     ^                     ^                     ^                     ^                     20,580     D (6)                     ^

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.     **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.**     SEC 2270 (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. of D Se B O E Is Fi (I
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		Date Exercisable (A)	Expiration Date (D)	Title	Amount or Number of Shares
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**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SINGER DAVID B 1000 WINTER ST. SUITE 2200 WALTHAM, MA 02451	^	^	^	Director at transaction date

**Signatures**

Joseph D. Vittiglio, Esq., Senior Corporate Attorney - Power of Attorney     02/09/2007  
\*\*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).  
3,750 total shares were transferred by gift from Mr. Singer. The shares were transferred as follows: 1,250 shares to each the Singer-Kapp  
  - (1) Family 2000 Trust, the Singer-Kapp Family Trust UA 11/30/00 Emma S. Singer and the Singer-Kapp Family Trust UA 11/30/00 Elliot Byrd Singer.
  - (2) By the Singer-Kapp Long Term Trust.
  - (3) By the Singer-Kapp Family 2000 Trust UA 11/30/00 Kapp S. Singer.
  - (4) By the Singer-Kapp Family Trust UA 11/30/00 Emma S. Singer.
  - (5) By the Singer-Kapp Family Trust UA 11/30/00 Elliot Byrd Singer.

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(6) Jointly owned by David Singer and Diana Kapp.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.