

MICROMET, INC.
Form 4
May 09, 2006

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 *
HALE DAVID F

(Last) (First) (Middle)

2110 RUTHERFORD ROAD

(Street)

CARLSBAD, CA 92008

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
MICROMET, INC. [MITI]

3. Date of Earliest Transaction
(Month/Day/Year)
05/05/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock ⁽¹⁾	05/05/2006		A		8,547 ₍₂₎ \$ 6.63	D	
Common Stock ⁽¹⁾	05/05/2006		A		22,017 ₍₃₎ \$ 0 ₍₃₎	D	
Common Stock ⁽¹⁾					1,514	I	By Family Trust ⁽⁴⁾
Common Stock ⁽¹⁾					77,184	I	By Family Trust ⁽⁵⁾

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

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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. Amount or Number of Shares
Stock Option (right to buy) ⁽¹⁾	\$ 6.63	05/05/2006		A	70,000	⁽⁶⁾ 05/04/2016	Common Stock	70,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HALE DAVID F 2110 RUTHERFORD ROAD CARLSBAD, CA 92008		X		

Signatures

/s/ Alex Driggs
Attorney-in-fact
05/09/2006

**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).
- (1) All shares reported herein are shown after the effects of a 1-for-3 reverse stock split effected by the Issuer on May 5, 2006.
- (2) These shares were issued pursuant to the reporting person's election to receive his cash compensation for director service for fiscal year 2006 in shares of common stock under the Issuer's equity incentive plan.
These shares were issued (at a value of \$6.63 per share) as a portion of the reporting person's severance in connection with his separation from employment with the Issuer pursuant to the terms of the reporting person's amended and restated employment agreement with the Issuer. The 22,017 shares reported herein were issued net of tax withholding. The gross number of shares issuable was 34,268, and 12,251 (at a value of \$6.63 per share) were withheld to satisfy tax obligations.
- (3) By Michael T. Hale Trust dated December 26, 1991 for the benefit of Shane Hale, Tara Hale, Erin Hale and David Garrett Hale. The reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission of beneficial ownership for purposes of Section 16 or for any other purpose.
- (4) reporting person disclaims beneficial ownership of these securities, and this report shall not be deemed an admission of beneficial ownership for purposes of Section 16 or for any other purpose.

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(5) By Hale Family Trust dated February 10, 1986.

(6) The option vests over three years, in equal monthly installments.

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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