

OSCIENT PHARMACEUTICALS CORP

Form 4

May 31, 2006

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

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)

1000 WINTER ST. SUITE 2200

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
05/26/2006

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

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

WALTHAM, MA 02451

(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. 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	05/26/2006		M		34,042	A	\$ 0.07
Common Stock	05/26/2006		S		100	D	\$ 1.34
Common Stock	05/26/2006		S		5,600	D	\$ 1.32
Common Stock	05/26/2006		S		17,745	D	\$ 1.31
Common Stock	05/26/2006		S		10,597	D	\$ 1.3
					164,633	D ⁽¹⁾	

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Common Stock	05/30/2006	M	4,785	A	\$ 0.07	169,418	D	
Common Stock	05/30/2006	S	1,800	D	\$ 1.31	167,618	D	
Common Stock	05/30/2006	S	2,985	D	\$ 1.3	164,633	D ⁽¹⁾	
Common Stock	05/31/2006	M	5,200	A	\$ 0.07	169,833	D	
Common Stock	05/31/2006	S	5,200	D	\$ 1.3	164,633	D ⁽¹⁾	
Common Stock						35,076	I	By Trust ⁽²⁾
Common Stock						211,574	I	By Trust ⁽³⁾
Common Stock						20,000	I	By Trust ⁽⁴⁾
Common Stock						20,000	I	By Trust ⁽⁵⁾

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.

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option	\$ 0.07	05/26/2006		M		34,042		02/06/2004	02/09/2013	Common Stock	34,042
Employee Stock Option	\$ 0.07	05/30/2006		M		4,785		02/06/2004	02/09/2013	Common Stock	4,785

Employee Stock Option	\$ 0.07	05/31/2006	M	5,200	02/06/2004	02/09/2013	Common Stock	5,200
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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	X			

Signatures

Joseph D. Vittiglio, Esq., Senior Corporate Attorney - Power of Attorney

05/31/2006

****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) Owned jointly by David Singer and Diana Kapp
- (2) By the Singer-Kapp Family 2000 Trust UA 11/30/00 Kapp S. Singer
- (3) By the Singer-Kapp Long Term Trust
- (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

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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