

AMAG PHARMACEUTICALS INC.
Form 4
June 05, 2015

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 *
Holmes Scott A

2. Issuer Name and Ticker or Trading Symbol
AMAG PHARMACEUTICALS INC. [AMAG]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1100 WINTER STREET
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
06/03/2015

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, Finance and Treasurer

WALTHAM, MA 02451

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

(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	06/03/2015		S		22,516	D	68.88
							\$
							<u>(1)</u>
					30,788	D	

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 1474 (9-02)

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

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Table with columns: 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. Number of Derivative Securities Owned Beneficially (Instr. 3 and 4), 10. Ownership Structure (Instr. 3), 11. Transaction Date (Month/Day/Year), 12. Date Exercisable (Month/Day/Year), 13. Expiration Date (Month/Day/Year), 14. Title of Underlying Security (Instr. 3 and 4), 15. Amount of Underlying Securities (Instr. 3 and 4), 16. Price of Underlying Security (Instr. 5), 17. Name of Issuer (Instr. 3 and 4), 18. Name of Reporting Person (Instr. 3 and 4), 19. Relationship to Issuer (Instr. 3 and 4), 20. Relationship to Reporting Person (Instr. 3 and 4), 21. Type of Transaction (Instr. 3 and 4), 22. Date of Transaction (Month/Day/Year), 23. Date of Reporting (Month/Day/Year), 24. Reporting Person's Ownership Percentage (Instr. 3 and 4), 25. Reporting Person's Ownership Percentage at the End of the Reporting Period (Instr. 3 and 4), 26. Reporting Person's Ownership Percentage at the Beginning of the Reporting Period (Instr. 3 and 4), 27. Reporting Person's Ownership Percentage at the End of the Reporting Period (Instr. 3 and 4), 28. Reporting Person's Ownership Percentage at the Beginning of the Reporting Period (Instr. 3 and 4), 29. Reporting Person's Ownership Percentage at the End of the Reporting Period (Instr. 3 and 4), 30. Reporting Person's Ownership Percentage at the Beginning of the Reporting Period (Instr. 3 and 4)

Reporting Owners

Table with columns: Reporting Owner Name / Address, Relationships (Director, 10% Owner, Officer, Other). Entry: Holmes Scott A, 1100 WINTER STREET, WALTHAM, MA 02451, SVP, Finance and Treasurer.

Signatures

Nancy R. Smith, attorney-in-fact, 06/05/2015. **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).
The shares sold on this date were sold in multiple transactions. The price reflected is the weighted average sales price per share of all shares sold under this reporting event on this date. The actual prices per share range from \$68.75 to \$69.51, inclusive. Upon request by the Securities and Exchange Commission, AMAG Pharmaceuticals, Inc., or any security holder of the Issuer, the reporting person will provide full information regarding the number of shares sold at each price.
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.