

MOMENTA PHARMACEUTICALS INC  
Form 10-Q/A  
December 16, 2016

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM 10-Q/A**

Amendment No. 1

(MARK ONE)

**QUARTERLY REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the quarterly period ended June 30, 2007

or

**TRANSITION REPORT PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934**

For the Transition Period from \_\_\_\_\_ to \_\_\_\_\_

Commission File Number 000-50797

## Momenta Pharmaceuticals, Inc.

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of incorporation or organization)

**04-3561634**

(I.R.S. Employer Identification No.)

**675 West Kendall Street, Cambridge, MA**

(Address of principal executive offices)

**02142**

(Zip Code)

**(617) 491-9700**

(Registrant's telephone number, including area code)

Indicate by check mark whether the registrant (1) has filed all reports required to be filed by Section 13 or 15(d) of the Securities Exchange Act of 1934 during the preceding 12 months (or for such shorter period that the registrant was required to file such reports), and (2) has been subject to such filing requirements for the past 90 days. Yes  No

Indicate by check mark whether the registrant has submitted electronically and posted on its corporate Web site, if any, every Interactive Data File required to be submitted and posted pursuant to Rule 405 of Regulation S-T (§232.405 of this chapter) during the preceding 12 months (or for such shorter period that the registrant was required to submit and post such files). Yes  No

Indicate by check mark whether the registrant is a large accelerated filer, an accelerated filer, a non-accelerated filer, or a smaller reporting company. See definitions of large accelerated filer, accelerated filer, and smaller reporting company in Rule 12b-2 of the Exchange Act. (Check one):

Large accelerated filer

Accelerated filer

Non-accelerated filer   
(Do not check if a smaller reporting company)

Smaller reporting company

Indicate by check mark whether the registrant is a shell company (as defined in Rule 12b-2 of the Exchange Act). Yes  No

As of December 12, 2016, there were 71,228,323 shares of the registrant's common stock, par value \$0.0001 per share, outstanding.



**EXPLANATORY NOTE**

Momenta Pharmaceuticals, Inc. (the Company) is filing this Amendment No. 1 (this Amendment) to its Quarterly Report on Form 10-Q for the quarterly period ended June 30, 2007 (the Original Form 10-Q) as an exhibit-only filing in response to a comment letter received from the Securities and Exchange Commission regarding a request for the extension of confidential treatment of certain portions of Exhibit 10.1 to the Original Form 10-Q. This Amendment is being filed solely to re-file Exhibit 10.1 to remove the redaction of certain information. In addition, as required by Rule 12b-15 under the Securities Exchange Act of 1934, as amended, new certifications by our principal executive officer and principal financial officer are filed as exhibits to this Amendment.

This Amendment is limited in scope to the items identified above and should be read in conjunction with the Original Form 10-Q. This Amendment does not reflect events occurring after the filing of the Original Form 10-Q and no revisions are being made to the Company's financial statements pursuant to this Amendment. Other than the filing of the information identified above, this Amendment does not modify or update the disclosure in the Original Form 10-Q in any way.

**Item 6. EXHIBITS**

- \*+10.1 Collaboration and License Agreement dated June 13, 2007 by and between Sandoz AG and the Company.
- \*\*10.2 Letter Agreement dated June 12, 2007 by and between the Massachusetts Institute of Technology and the Company.
- \*31.1 Certification of Chief Executive Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
- \*31.2 Certification of Chief Financial Officer pursuant to Section 302 of the Sarbanes-Oxley Act of 2002.
- \*\*32.1 Certifications of Chief Executive Officer and Chief Financial Officer pursuant to Section 906 of the Sarbanes-Oxley Act of 2002.

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\* Filed herewith.

\*\* Previously filed or furnished with, or incorporated by reference in, the Original Form 10-Q.

+ Confidential treatment has been requested as to certain portions, which portions have been omitted and filed separately with the Securities and Exchange Commission.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

Momenta Pharmaceuticals, Inc.

Date: December 16, 2016

By: /s/ Craig A. Wheeler  
Craig A. Wheeler, President and Chief Executive  
Officer  
(Principal Executive Officer)

Date: December 16, 2016

By: /s/ Scott M. Storer  
Scott M. Storer, Senior Vice President and Chief  
Financial Officer  
(Principal Financial and Accounting Officer)