

LEWIS JEROME M
Form 3
July 31, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>LEWIS JEROME M</p> <p>(Last) (First) (Middle)</p> <p>C/O AMAG PHARMACEUTICALS, INC., 125 CAMBRIDGE PARK DRIVE, 6TH FLOOR</p> <p>(Street)</p> <p>CAMBRIDGE, MA 02140</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>07/30/2007</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>AMAG PHARMACEUTICALS INC. [AMAG]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP of Scientific Operations</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	19,945 ⁽¹⁾	D	

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

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Options (Right to Buy)	Â (2)	08/12/2013	Common Stock	625	\$ 8.42	D	Â
Employee Stock Options (Right to Buy)	Â (3)	02/03/2013	Common Stock	750	\$ 10.87	D	Â
Employee Stock Options (Right to Buy)	Â (4)	08/03/2014	Common Stock	1,500	\$ 14.24	D	Â
Employee Stock Options (Right to Buy)	Â (5)	02/01/2015	Common Stock	2,000	\$ 16.8	D	Â
Employee Stock Options (Right to Buy)	Â (6)	11/15/2015	Common Stock	3,000	\$ 9.11	D	Â
Employee Stock Options (Right to Buy)	Â (7)	02/07/2016	Common Stock	12,000	\$ 19.98	D	Â
Restricted Stock Units	Â (8)	Â (9)	Common Stock	3,000	\$ (10)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LEWIS JEROME M C/O AMAG PHARMACEUTICALS, INC. 125 CAMBRIDGEPARK DRIVE, 6TH FLOOR CAMBRIDGE, MA 02140	Â	Â	Â VP of Scientific Operations	Â

Signatures

/s/ Joseph L. Farmer, 07/31/2007
attorney-in-fact

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Mr. Lewis owns such shares jointly with his spouse.
- (2) These options become exercisable on August 12, 2007.
- (3) These options become exercisable on February 3, 2008.
- (4) These options become exercisable in two equal installments on August 3, 2007 and August 3, 2008.
- (5) These options become exercisable in two equal installments on February 1, 2008 and February 1, 2009.
- (6) These options become exercisable in three equal installments on November 15, 2007, November 15, 2008, and November 15, 2009.

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- (7) These options become exercisable in three equal installments on February 7, 2007, February 7, 2008, and February 7, 2009.
- (8) These restricted stock units vest in three equal installments on February 7, 2008, February 7, 2009, and February 7, 2010.
- (9) Date is N/A.
- (10) Price is N/A.

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.