

OSCIENT PHARMACEUTICALS CORP  
Form 8-K  
May 11, 2004

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# SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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## FORM 8-K

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### CURRENT REPORT

Pursuant to Section 13 or 15(d) of  
THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of Earliest Event Reported): May 10, 2004

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# OSCIENT PHARMACEUTICALS CORPORATION

(Exact name of registrant as specified in its charter)

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Massachusetts  
(State or other jurisdiction  
  
of incorporation)

0-10824  
(Commission  
  
File Number)

04-2297484  
(I.R.S. Employer  
  
Identification Number)

100 Beaver Street  
  
Waltham, Massachusetts 02453

(Address of principal executive offices, including zip code)

**(781) 398-2300**

**(Registrant's telephone number, including area code)**

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Item 7. FINANCIAL STATEMENTS AND EXHIBITS.

(c) Exhibits

99.1 Press Release issued by Oscient Pharmaceuticals Corporation on May 10, 2004.

Item 9. REGULATION FD DISCLOSURE

On May 10, 2004, Oscient Pharmaceuticals Corporation issued a press release announcing the completion of an issuance of convertible notes. A copy of the press release is attached hereto as Exhibit 99.1.

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 hereunto duly authorized.

OSCIENT PHARMACEUTICALS CORPORATION

By:           /s/ Martin Williams          

Name: Martin Williams

Title: Senior Vice President, Corporate Marketing  
Development

Date: May 10, 2004

## EXHIBIT INDEX

Exhibit Number	Description
99.1	Press Release issued by Oscient Pharmaceuticals Corporation on May 10, 2004.

4

solid black; border-top-width: 1; border-left-width: 0; border-right-width: 1; border-bottom-width: 1">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 Beneficially Owned Following Reported Transaction(s) (Instr. 4)10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)11. Nature of Indirect Beneficial Ownership (Instr. 4)CodeV(A)(D)Date ExercisableExpiration DateTitleAmount or Number of Shares Employee Stock Option \$ 22.39 (2)11/09/2020 Common Stock 150,000 150,000 (2) I by trust (6) Employee Stock Option \$ 8.76 (3)02/22/2022 Common Stock 125,000 125,000 (3) I By trust (6) Employee Stock Option \$ 12.47 (5)02/21/2013 A 34,659 (4)02/21/2023 Common Stock 34,659 \$ 12.47 34,659 (4) I By trust (6)

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Swad Stephen M C/O ROSETTA STONE INC. 1919 NORTH LYNN STREET, 7TH FLOOR ARLINGTON, VA 22209	X		CEO and President	

## Signatures

Michael C. Wu,  
Attorney-in-fact 02/25/2013

        \*\*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) These shares are subject to forfeiture restrictions that lapse one-quarter per annum beginning one year from February 21, 2013, the date of grant.
- (2) Includes an aggregate of 75,000 fully vested shares. Options shall vest at a rate of one-quarter per annum.
- (3) Includes an aggregate of 0 fully vested shares. Options shall vest at a rate of one-quarter per annum.
- (4) Options shall vest at a rate of one-quarter per annum, beginning one year from February 21, 2013, the date of grant.
- (5) The exercise price is equal to the closing price of the common stock of the Corporation on the New York Stock Exchange on February 21, 2013, the date of grant.

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(6) Shares held of record by Stephen M. Swad Revocable Living Trust.

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.