PATOU GARY Form 4/A April 28, 2005

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

30(h) of the Investment Company Act of 1940

OMB APPROVAL

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

response...

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations

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 may continue.

See Instruction 1(b).

Stock (1)

(Print or Type Responses)

| | | | 2. Issuer Name and Ticker or Trading Symbol OSCIENT PHARMACEUTICALS CORP [OSCI] | | | | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | | |
|--------------------------------------|--|---------------|---|---|-----|---|--------|------------|--|--|---|--|
| (Last) 1000 WINT | , , | Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 12/01/2004 | | | | | | X Director Officer (give below) | | | |
| Filed(M | | | | . If Amendment, Date Original Filed(Month/Day/Year) 2/03/2004 | | | | | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | | |
| (City) | (State) | (Zip) | Tabl | e I - Non-I | Dei | rivative Se | curiti | es Acqu | iired, Disposed of | , or Beneficiall | ly Owned | |
| 1.Title of Security (Instr. 3) | 2. Transaction Dat (Month/Day/Year) | Execution any | ned n Date, if Day/Year) | 3. Transactic Code (Instr. 8) | on(| 1. Securities (A) or Disp Instr. 3, 4 a | osed c | of (D) | 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 Beneficial Ownership (Instr. 4) | |
| Common Stock (1) | 12/03/2004 | | | M | | 102,511 | A | \$ 1.18 | 144,451 | D | | |
| Common Stock (1) | 12/03/2004 | | | S | 7 | 74,500 | D | \$ 3.57 | 69,951 | D | | |

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

3.57

Edgar Filing: PATOU GARY - Form 4/A

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) | Securities | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | |
|---|--|---|---|---|------------|---------|--|--------------------|---|--------------------------|
| | | | | Code V | Í | (D) | Date Exercisable | Expiration Date | Title | Amoun Numbe Shares |
| Employee Stock Option (right to buy) (1) | \$ 0.07 | 12/01/2004 | | M | | 122,373 | 01/01/2004 | 02/10/2013 | Common Stock | 122,3 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--------------------------------|---------------|-----------|---------------|--|--|--|--|
| 1 0 | Director | 10% Owner | Officer Other | | | | |
| PATOU GARY | | | | | | | |
| 1000 WINTER ST. | X | | | | | | |
| WALTHAM, MA 02451 | | | | | | | |

Signatures

Robert E. Farrell, Jr. Corp Controller - power of attorney 04/28/2005

**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) Transaction occurred in accordance with the terms and conditions of a Rule 10b5-1 Trading Plan

Remarks:

This Form 4/A makes a correction in the number of shares sold - previous reported was 80,000 on 12/3/04, should have been 7 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.

Reporting Owners 2