## Edgar Filing: Russell Lesley - Form 4

Russell Lesley Form 4						
December 17, 2009				OMB A	PPROVAL	
	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,					
Section 16. Form 4 or Form 5 Filed pu						
obligations may continue. See Instruction 1(b).		Jtility Holding Company Act nvestment Company Act of 1		1		
(Print or Type Responses)						
		er Name <b>and</b> Ticker or Trading G PHARMACEUTICALS AMAG]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) ( C/O AMAG PHARMACEUTICALS, IN HAYDEN AVENUE	(Month/ 12/16/2	of Earliest Transaction Day/Year) 2009	X Director Officer (give t below)		6 Owner er (specify	
(Street)	4. If Amendment, Date Original Filed(Month/Day/Year)		<ol> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> </ol>			
LEXINGTON, MA 02421			Form filed by M Person			
(City) (State)	(Zip) Tak	ole I - Non-Derivative Securities A	.cquired, Disposed of,	or Beneficial	lly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5) (A) or Code V Amount (D) Price	SecuritiesForBeneficially(II)Owned(II)	orm: Direct D) or Indirect	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Report on a separate lin	e for each class of sec	urities beneficially owned directly o	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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transactio Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exer Expiration D (Month/Day/	ate	7. Title and A Underlying S (Instr. 3 and	Securities	8. De Se (It
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Common Stock	\$ 38.09	12/16/2009		А	3,333	(1)	12/16/2009	Common Stock	3,333	

## **Reporting Owners**

Reporting Owner Name / Address		Relationships					
reporting of the Funct / Function	Director	10% Owner	Officer	Other			
Russell Lesley C/O AMAG PHARMACEUTICALS, IN 100 HAYDEN AVENUE LEXINGTON, MA 02421	NC. X						
Signatures							
Joseph L. Farmer, attorney-in-fact	12/17/2009						
<u>**</u> 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).
- Grant of stock option purusant to the AMAG Pharmaceuticals, Inc. Amended and Restated 2007 Equity Incentive Plan. This option is exercisable in five equal installments. The first installment will vest on January 1, 2010. The next four installments will vest on February (1) 1, 2010, March 1, 2010, April 1, 2010 and May 1, 2010, respectively.
- (2) Price is not applicable.

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.