White Christopher G Form 4 January 07, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number:

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction

(Print or Type Responses)

1(b).

(Last)

C/O AMAG

(City)

1. Name and Address of Reporting Person * White Christopher G

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

AMAG PHARMACEUTICALS INC. [AMAG]

(Check all applicable)

Chief Business Officer

(Middle)

(Zip)

3. Date of Earliest Transaction (Month/Day/Year)

Director 10% Owner X_ Officer (give title Other (specify below)

01/03/2013

PHARMACEUTICALS, INC., 100

(Street)

(State)

(First)

HAYDEN AVENUE

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

LEXINGTON, MA 02421

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 7. Nature of Transactionr Disposed of (D) Indirect Security (Month/Day/Year) Execution Date, if Securities Ownership (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) Owned Direct (D) Ownership or Indirect **Following** (Instr. 4) Reported (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Code V Amount (D) Price Common 10,000 01/03/2013 (2) 10,000 D M A (1)Stock \$ Common $S^{(3)}$ 01/04/2013 16.0254 D 4,000 D 6,000 Stock (4)

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

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number.

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. Transacti Code (Instr. 8)	5. Number of orDerivative 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 II S (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units	<u>(5)</u>	01/03/2013		M	10,000	<u>(6)</u>	(2)	Common Stock	10,000	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

White Christopher G C/O AMAG PHARMACEUTICALS, INC. 100 HAYDEN AVENUE LEXINGTON, MA 02421

Chief Business Officer

Sec (In

Signatures

Nancy R. Smith, attorney-in-fact 01/07/2013

**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) The shares were acquired by the reporting person as a result of the partial vesting of the restricted stock unit grant described below.
- (2) Not applicable.
- (3) The sale reported on this Form 4 was effected pursuant to a 10b5-1 trading plan adopted by the reporting person.

The shares sold on this date were sold in multiple transactions. The price reflected is the weighted average sales price per share of all shares sold on this date. The actual sales prices per share range from \$15.71-\$16.37. Upon request by the Securities and Exchange

- (4) Shares sold on this date. The actual sales prices per share range from \$15.71-\$10.57. Opon request by the securities and Exchange Commission, AMAG Pharmaceuticals, Inc. (the "Issuer"), or any security holder of the Issuer, the reporting person will provide full information regarding the number of shares sold at each price.
- (5) Each restricted stock unit represents a contingent right to receive one share of common stock of the Issuer.

Grant of restricted stock unit pursuant to the Issuer's Second Amended and Restated 2007 Equity Incentive Plan. This grant vests in three installments. The first installment of 10,000 restricted stock units vested on January 3, 2013. The remaining two installments of 5,000 restricted stock units each will vest on January 3, 2014 and January 3, 2015, respectively.

Reporting Owners 2

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