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OSCIENT PHARMACEUTICALS CORP

Form 4

December 03, 2004

FORM 4

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

OMB Number:

3235-0287

Check this box if no longer

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

OMB APPROVAL

subject to Section 16. Form 4 or Form 5

SECURITIES

Estimated average burden hours per response... 0.5

obligations may continue.

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 See Instruction

1(b).

(Print or Type Responses)

12/02/2004

12/02/2004

Stock (1)

Common

Stock (1)

1. Name and Address of Reporting Person * PATOU GARY			2. Issuer Name and Ticker or Trading Symbol OSCIENT PHARMACEUTICALS CORP [OSCI]					5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(Mor			Earliest Tr ay/Year) 004	ansaction			Director 10% Owner Officer (give title Other (specify below) Chief Medical Officer			
				ndment, Da th/Day/Year	Č			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)	Table	e I - Non-D	erivative Se	ecuriti		ired, Disposed of	f, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Execution I any (Month/Da	Date, if	3. Transactio Code (Instr. 8)	4. Securitie on(A) or Disp (Instr. 3, 4	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)	12/01/2004			M	122,373	A	\$ 0.07	134,626	D		
Common Stock (1)	12/01/2004			S	95,500	D	\$ 3.54	39,126	D		
Common	12/02/2004			М	12 814	٨	\$	51 040	D		

51,940

\$ 3.5 41,940

D

D

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

M

S

12,814

10,000

D

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SEC 1474 (9-02)

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. 5. Number of TransactiorDerivative Code Securities (Instr. 8) 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)		
				Code V	(A)	(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
Employee Stock Option (right to buy) (1)	\$ 1.18	12/02/2004		M		12,814	01/08/2002	01/07/2011	Common Stock	12,81

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PATOU GARY 1000 WINTER ST. WALTHAM, MA 02451

Chief Medical Officer

Signatures

Robert E. Farrell, Jr. Corp Controller - power of attorney

12/03/2004

**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

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.

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