

Dresser James van B.  
Form 3  
February 01, 2012

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
Washington, D.C. 20549

OMB APPROVAL

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**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF 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  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Dresser James van B.  
(Last) (First) (Middle)

2. Date of Event Requiring Statement  
(Month/Day/Year)  
01/31/2012

3. Issuer Name and Ticker or Trading Symbol  
MERRIMACK PHARMACEUTICALS INC [MACK]

4. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)

5. If Amendment, Date Original Filed(Month/Day/Year)

C/O MERRIMACK  
PHARMACEUTICALS,  
INC., ONE KENDALL  
SQUARE, SUITE B7201  
(Street)

CAMBRIDGE, MA 02139  
(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	87,500	D	

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

SEC 1473 (7-02)

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**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	(Instr. 5)
Series E Convertible Preferred Stock	Â (1)	Â (1)	Common Stock	11,111	\$ (1)	D	Â
Series F Convertible Preferred Stock	Â (2)	Â (2)	Common Stock	4,901	\$ (2)	D	Â
Stock Option (right to buy)	Â (3)	05/03/2012	Common Stock	5,462	\$ 2.19	D	Â
Stock Option (right to buy)	Â (3)	08/02/2012	Common Stock	20,000	\$ 2.19	D	Â
Stock Option (right to buy)	Â (3)	05/08/2013	Common Stock	15,000	\$ 2.19	D	Â
Stock Option (right to buy)	Â (3)	08/30/2014	Common Stock	25,000	\$ 1.25	D	Â
Stock Option (right to buy)	Â (3)	08/03/2015	Common Stock	25,000	\$ 1.71	D	Â
Stock Option (right to buy)	Â (3)	08/01/2016	Common Stock	20,000	\$ 2.47	D	Â
Stock Option (right to buy)	Â (3)	10/04/2017	Common Stock	20,000	\$ 2.59	D	Â
Stock Option (right to buy)	Â (3)	09/21/2018	Common Stock	20,000	\$ 1.81	D	Â
Stock Option (right to buy)	Â (3)	11/04/2019	Common Stock	20,000	\$ 2.12	D	Â
Stock Option (right to buy)	Â (3)	10/14/2020	Common Stock	25,000	\$ 2.69	D	Â
Stock Option (right to buy)	Â (3)	05/02/2021	Common Stock	53,000	\$ 5.54	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dresser James van B. C/O MERRIMACK PHARMACEUTICALS, INC. ONE KENDALL SQUARE, SUITE B7201 CAMBRIDGE, MA 02139	Â X	Â	Â	Â

## Signatures

/s/ Jeffrey A. Munsie,  
attorney-in-fact

02/01/2012

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Each share of Series E Convertible Preferred Stock will automatically convert into one share of Common Stock upon the closing of the issuer's initial public offering. The shares have no expiration date.
- (2) Each share of Series F Convertible Preferred Stock will automatically convert into one share of Common Stock upon the closing of the issuer's initial public offering. The shares have no expiration date.
- (3) This option is fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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