

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Mulroy Robert J.</u> _____ (Last) (First) (Middle) <u>C/O MERRIMACK PHARMACEUTICALS, INC.</u> <u>ONE KENDALL SQUARE, SUITE B7201</u> _____ (Street) <u>CAMBRIDGE MA 02139</u> _____ (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>MERRIMACK PHARMACEUTICALS</u> <u>INC [ MACK ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President and CEO</u>		
3. Date of Earliest Transaction (Month/Day/Year) <u>04/03/2012</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person					
4. If Amendment, Date of Original Filed (Month/Day/Year)								

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)			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)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/03/2012		C		40,397	A	(1)	515,000	D	
Common Stock	04/03/2012		C		29,019	A	(2)	544,019	D	
Common Stock	04/03/2012		C		57,143	A	(3)	601,162	I	By Wife
Common Stock	04/03/2012		C		4,657	A	(4)	605,819	I	By Wife

**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)		5. Number of Derivative Securities 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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Series B Convertible Preferred Stock	(1)	04/03/2012		C		26,173		(1)	(1)	Common Stock	40,397 <sup>(1)</sup>	\$0	0	D	
Series C Convertible Preferred Stock	(2)	04/03/2012		C		29,019		(2)	(2)	Common Stock	29,019	\$0	0	D	
Series D Convertible Preferred Stock	(3)	04/03/2012		C		57,143		(3)	(3)	Common Stock	57,143	\$0	0	I	By Wife
Series E Convertible Preferred Stock	(4)	04/03/2012		C		4,657		(4)	(4)	Common Stock	4,657	\$0	0	I	By Wife

**Explanation of Responses:**

- Each share of Series B Convertible Preferred Stock automatically converted into approximately 1.5435 shares of Common Stock upon the closing of the issuer's initial public offering and had no expiration date.
- Each share of Series C Convertible Preferred Stock automatically converted into one share of Common Stock upon the closing of the issuer's initial public offering and had no expiration date.
- Each share of Series D Convertible Preferred Stock automatically converted into one share of Common Stock upon the closing of the issuer's initial public offering and had no expiration date.
- Each share of Series E Convertible Preferred Stock automatically converted into one share of Common Stock upon the closing of the issuer's initial public offering and had no expiration date.

/s/ Robert J. Mulroy 04/05/2012

\*\* Signature of Reporting Person Date

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

\* 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).

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

**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 Number.**