

MEDICINES CO /DE

Form 4

January 14, 2014

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
O'Connor William Bernard

(Last) (First) (Middle)

8 SYLVAN WAY

(Street)

PARSIPPANY, NJ 07054

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
MEDICINES CO /DE [MDCO]

3. Date of Earliest Transaction  
(Month/Day/Year)  
01/10/2014

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Sr VP &amp; Chief Acct. Officer

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

**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)
Common Stock	01/10/2014		M	25,000 A	\$ 19.98	50,058	D
Common Stock	01/10/2014		M	7,500 A	\$ 17.04	57,558	D
Common Stock	01/10/2014		M	15,000 A	\$ 19.06	72,558	D
Common Stock	01/10/2014		M	15,908 A	\$ 19.36	88,466	D
Common Stock	01/10/2014		M	365 A	\$ 7.31	88,831	D

Edgar Filing: MEDICINES CO /DE - Form 4

Common Stock	01/10/2014	M	694	A	\$ 17.45	89,525	D
Common Stock	01/10/2014	M	7,917	A	\$ 22.04	97,442	D
Common Stock	01/10/2014	S	<u>72,384</u> (1)	D	\$ 40	25,058	D

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

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. 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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Stock Option (right-to-buy)	\$ 19.98	01/10/2014		M	25,000	(2) 04/24/2016	Common Stock 25,000
Stock Option (right-to-buy)	\$ 17.04	01/10/2014		M	7,500	(3) 07/12/2017	Common Stock 7,500
Stock Option (right-to-buy)	\$ 19.06	01/10/2014		M	15,000	(4) 10/15/2017	Common Stock 15,000
Stock Option (right-to-buy)	\$ 19.36	01/10/2014		M	15,908	(5) 02/15/2018	Common Stock 15,908
Stock Option (right-to-buy)	\$ 7.31	01/10/2014		M	365	(6) 02/19/2020	Common Stock 365
Stock Option (right-to-buy)	\$ 17.45	01/10/2014		M	694	(7) 02/18/2021	Common Stock 694
Stock Option (right-to-buy)	\$ 22.04	01/10/2014		M	7,917	(8) 02/24/2022	Common Stock 7,917

## Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

## Edgar Filing: MEDICINES CO /DE - Form 4

Director    10% Owner    Officer

Other

O'Connor William Bernard  
8 SYLVAN WAY  
PARSIPPANY, NJ 07054

Sr VP & Chief Acct. Officer

## Signatures

/s/ William B.  
O'Connor

01/14/2014

\_\_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 common stock sales were effected pursuant to a Rule 10b5-1 program adopted by the reporting person on March 15, 2013.
- (2) This option vested in forty-eight equal monthly installments ending April 12, 2010.
- (3) This option vested in forty-eight equal monthly installments ending July 12, 2011.
- (4) This option vested in forty-eight equal monthly installments ending October 15, 2011.
- (5) This option vested in forty-eight equal monthly installments beginning March 15, 2008.
- (6) This option vests in forty-eight equal monthly installments beginning March 19, 2010.
- (7) This option vests in forty-eight equal monthly installments beginning March 18, 2011.
- (8) This option vests in forty-eight equal monthly installments beginning March 24, 2012.
- (9) 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.