

MEDICINES CO /DE
Form 4
June 13, 2013

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Antinori Paul Michael

(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)
06/11/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP & General Counsel

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 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)			
				(A) or (D)	Price					
Common Stock	06/11/2013		M	V	50,690	A	\$ 19.36	102,596	D	
Common Stock ⁽¹⁾	06/11/2013		S		50,690	D	\$ 33.29 ⁽⁵⁾	51,906	D	
Common Stock	06/11/2013		M		9,283	A	\$ 12.95	61,189	D	
Common Stock ⁽¹⁾	06/11/2013		S		9,283	D	\$ 33.29 ⁽⁵⁾	51,906	D	
	06/11/2013		M		50,000	A		101,906	D	

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Common Stock					\$					22.47
Common Stock <u>(1)</u>	06/11/2013		S	50,000	D	\$	33.28	51,906	D	<u>(6)</u>

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

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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. 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)	8. Amount or Number of Shares
Option (Right-to-buy)	\$ 19.36	06/11/2013		M	50,690	<u>(2)</u> 02/15/2018	Common Stock	50,000
Option (Right-to-buy)	\$ 12.95	06/11/2013		M	9,283	<u>(3)</u> 02/20/2019	Common Stock	9,283
Option (Right-to-buy)	\$ 22.47	06/11/2013		M	50,000	<u>(4)</u> 08/29/2016	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Antinori Paul Michael 8 SYLVAN WAY PARSIPPANY, NJ 07054			Sr. VP & General Counsel	

Signatures

/s/ Paul M. Antinori 06/12/2013

**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 common stock sales reported on this line of the Form 4 were effected pursuant to a Rule 10b5-1 program adopted by Mr. Antinori on May 9, 2013.
 - (2) As of June 11, 2013, the original grant (50,960 shares granted on February 15, 2008) was fully vested. After the exercise of the options reported hereby, all shares covered by this option have been exercised.
 - (3) As of June 11, 2013, the original grant (9,283 shares granted on February 20, 2009) was fully vested. After the exercise of the options reported hereby, all shares covered by this option have been exercised.
 - (4) As of June 11, 2013, the original grant (50,000 shares granted on August 29, 2006) was fully vested. After the exercise of the options reported hereby, all shares covered by this option have been exercised.
- The range of prices for the transactions reported on this line is between \$32.96 and \$33.65 per share. The price reported above reflects the
- (5) weighted average sales price. The undersigned undertakes, upon request by the Commission staff, the issuer or a security holder of the issuer, to provide full informaton regarding the number of shares sold at each separate price
- The range of prices for the transactions reported on this line is between \$32.99 and \$33.68 per share. The price reported above reflects the
- (6) weighted average sales price. The undersigned undertakes, upon request by the Commission staff, the issuer or a security holder of the issuer, to provide full informaton regarding the number of shares sold at each separate price.

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.