

MEDICINES CO /DE  
Form 4  
January 23, 2014

**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)  
01/21/2014

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)
			Code	V	Amount	(D)	Price
Common Stock	01/21/2014		M		10,500	A	\$ 7.31
Common Stock	01/21/2014		S		10,500 (1)	D	\$ 38.0024 (2)
Common Stock	01/21/2014		M		20,000	A	\$ 14.82
Common Stock	01/21/2014		S		20,000 (1)	D	\$ 38.0907 (3)
	01/21/2014		M		7,000	A	\$ 17.45

Common  
Stock

Common Stock	01/21/2014	S	7,000 <u>(1)</u>	D	\$ 37.8171 <u>(4)</u>	31,412	D
Common Stock	01/21/2014	S	383 <u>(1)</u>	D	\$ 38.0526 <u>(5)</u>	31,029	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)
Stock Option (right-to-buy)	\$ 7.31	01/21/2014		M	10,500	<u>(6)</u> 02/19/2020	Common Stock 10,500
Stock Option (right-to-buy)	\$ 14.82	01/21/2014		M	20,000	<u>(7)</u> 09/17/2020	Common Stock 20,000
Stock Option (right-to-buy)	\$ 17.45	01/21/2014		M	7,000	<u>(8)</u> 02/18/2021	Common Stock 7,000

## 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

01/23/2014

\_\_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 December 13, 2013.  
Represents the weighted average sales price of the shares sold ranging from a low of \$37.77 to a high of \$38.31 per share. The undersigned undertakes, upon request by the Commission staff, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- (3) Represents the weighted average sales price of the shares sold ranging from a low of \$37.72 to a high of \$38.46 per share. The undersigned undertakes, upon request by the Commission staff, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- (4) Represents the weighted average sales price of the shares sold ranging from a low of \$37.70 to a high of \$38.06 per share. The undersigned undertakes, upon request by the Commission staff, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- (5) Represents the weighted average sales price of the shares sold ranging from a low of \$38.05 to a high of \$38.06 per share. The undersigned undertakes, upon request by the Commission staff, the issuer or a security holder of the issuer, to provide full information regarding the number of shares sold at each separate price.
- (6) This option vests in forty-eight equal monthly installments beginning on March 19, 2010.
- (7) This option vests in forty-eight equal monthly installments beginning October 17, 2010.
- (8) This option vests in forty-eight equal monthly installments beginning on March 18, 2011.
- (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.