

Rohrbacker Leslie C
 Form 3
 February 17, 2010

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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Rohrbacker Leslie C | | (Month/Day/Year) | MEDICINES CO /DE [MDCO] | |
| (Last) | (First) | (Middle) | 02/09/2010 | |
| 8 SYLVAN WAY | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| PARSIPPANY, NJ 07054 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | VP, Chief Human Strategy Office | |

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 | 3,855 ⁽¹⁾ | 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 (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|-----------------------|-------|------------|--------------|--------|----------|-------------------|---|
| Option (right to buy) | Â (2) | 12/05/2015 | Common Stock | 20,000 | \$ 18.65 | D | Â |
| Option (right to buy) | Â (3) | 02/16/2017 | Common Stock | 6,052 | \$ 28.6 | D | Â |
| Option (right to buy) | Â (4) | 02/15/2018 | Common Stock | 7,825 | \$ 19.36 | D | Â |
| Option (right to buy) | Â (5) | 03/03/2018 | Common Stock | 20,000 | \$ 18.39 | D | Â |
| Option (right to buy) | Â (6) | 02/20/2019 | Common Stock | 2,956 | \$ 13.95 | D | Â |
| Option (right to buy) | Â (7) | 06/01/2019 | Common Stock | 10,000 | \$ 7.61 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Rohrbacker Leslie C 8 SYLVAN WAY PARSIPPANY, NJ 07054 | Â | Â | Â VP, Chief Human Strategy Offic | Â |

Signatures

/s/Leslie C.
Rohrbacker

02/17/2010

**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) As of 2/9/2010 the shares of restricted stock (3,855 granted on 2/20/2009) were not vested. The shares vest 25% annually ending 2/20/2013.
- (2) As of 2/9/2010, the original grant (25,000 granted on 12/5/2005) was fully vested with 5,000 options having been exercised.
- (3) As of 2/9/2010, the original grant (6,052 granted on 2/16/2007) was vested with respect to 4,413 of the shares covered thereby, none of which options have been exercised. The remaining 1,639 shares covered by this option vest in equal monthly installments ending 2/16/2011.
- (4) As of 2/9/2010, the original grant (7,825 granted on 2/15/2008) was vested with respect to 3,749 of the shares covered thereby, none of which options have been exercised. The remaining 4,076 shares covered by this option vest in equal monthly installments ending on 2/15/2012.
- (5) As of 2/9/2010, the original grant (20,000 granted on 3/3/2008) was vested with respect to 9,583 of the shares covered thereby, none of which options have been exercised. The remaining 10,417 shares covered by this option vest in equal monthly installments ending on 3/3/2012.
- (6) As of 2/9/2010, the original grant (2,956 granted on 2/20/2009) was vested with respect to 677 of the shares covered thereby, none of which options have been exercised. The remaining 2,279 shares covered by this option vest in equal monthly installments ending

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2/20/2013.

As of 2/9/2010, the original grant (10,000 granted on 6/1/2009) was vested with respect to 1,667 of the shares covered thereby, none of (7) which options have been exercised. The remaining 8,333 shares covered by this option vest in equal monthly installments ending on 6/1/2013.

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.