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MEDICINES CO /DE

MEDICINE	S CO /DE									
Form 4										
September 0	04, 2012									
FORM	14							OMB AF	PROVAL	
Washington, D.C. 20549						OMB Number:	3235-0287			
	Check this box						Expires:	January 31,		
subject to Section 1 Form 4 c	Section 16. SECUI Form 4 or				N BENEFICIAL OWNERSHIP OF JRITIES				2005 verage rs per 0.5	
Form 5 obligations may continue. See Instruction 1(b). 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)									
MEANWELL CLIVE Symbol			er Name and Ticker or Trading CINES CO /DE [MDCO]				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Mid	dle) 3 Date o	3. Date of Earliest Transaction (Check				k all applicable)			
			Day/Year)				X_ Director 10% Owner			
8 SYLVAN WAY 08/30/2			-				_X_Officer (give titleOther (specify below) Chairman & CEO			
			endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
PARSIPPANY, NJ 07054 Form filed by More than One Reporting Person										
(City)	(State) (Zij	^{p)} Tab	le I - Non-I	Derivative	Securi	ities Acqu	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	a	A. Deemed execution Date, if ny Month/Day/Year)	3. Transactic Code (Instr. 8) Code V	Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or		l of (D)	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	08/30/2012		М	13,600	A	\$ 15.5	368,900	D		
Common Stock (1)	08/30/2012		S	13,600	D	\$ 25.33 (2)	355,300	D		
Common Stock	08/31/2012		J <u>(3)</u>	576	А	\$ 18.44	355,876	D		

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02) required to respond unless the form

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displays a currently valid OMB control number.

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. Transactio Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Date (Month/Day/Year) Acquired (A) r Disposed of D) Instr. 3, 4,		, ,		8 I S ()
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Option (right to buy)	\$ 15.5	08/30/2012		М	13,600	<u>(4)</u>	12/10/2012	Common Stock	13,600	

Reporting Owners

Reporting Owner Name / Address	Relationships					
1	Director	10% Owner	Officer	Other		
MEANWELL CLIVE 8 SYLVAN WAY PARSIPPANY, NJ 07054	Х		Chairman & CEO			
Signatures						
/s/ Paul M. Antinori as Attorne	00/04/2	012				

/s/ Paul M. Antinori as Attorney-In-Fact for Clive	09/04/2012		
Meanwell	09/04/2012		
**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 Form 4 were effected pursuant to a Rule 10b5-1 program adopted by Dr. Meanwell on March 18, 2011.

The range of prices for the transactions reported on this line is between \$25.09 and \$25.45 per share. The price reported above reflects the (2) 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.
- (3) Acquired under The Medicines Company employee stock purchase program on 8/31/2012.
- (4) As of 8/30/2012, the original grant (123,000 shares granted on 12/10/2002) was fully vested. The remaining 40,793 shares covered by this option are vested but not exercised.

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.