MEDICINES CO/DE

Form 4 June 02, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

3235-0287

Expires:

January 31, 2005

0.5

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See Instruction

if no longer

Check this box

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

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person * HUGIN ROBERT J | | | 2. Issuer Name and Ticker or Trading Symbol MEDICINES CO /DE [MDCO] | 5. Relationship of Reporting Person(s) to Issuer | | |
|--|----------|----------|--|---|--|--|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | (Check all applicable) | | |
| 8 SYLVAN WAY | | | (Month/Day/Year) 05/29/2014 | X Director 10% Owner Officer (give title below) Other (specify below) | | |
| | (Street) | | 4. If Amendment, Date Original Filed(Month/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 | | |

(State)

(City)

| (City) | (State) (2 | Table | I - Non-De | erivative Se | ecurit | ies Ac | quired, Disposed | of, or Beneficial | lly Owned |
|-----------------|---------------------|--------------------|------------|----------------------|--------|--------------|------------------|-------------------|--------------|
| 1.Title of | 2. Transaction Date | 2A. Deemed | 3. | 4. Securiti | es | | 5. Amount of | 6. Ownership | 7. Nature of |
| Security | (Month/Day/Year) | Execution Date, if | Transactio | onAcquired (A) or | | Securities | Form: Direct | Indirect | |
| (Instr. 3) | | any | Code | Disposed of (D) | | Beneficially | (D) or | Beneficial | |
| | | (Month/Day/Year) | (Instr. 8) | (Instr. 3, 4 | and 5 | 5) | Owned | Indirect (I) | Ownership |
| | | | | | | | Following | (Instr. 4) | (Instr. 4) |
| | | | | | (A) | | Reported | | |
| | | | | | (A) | | Transaction(s) | | |
| | | | C-J- V | A 4 | or | D | (Instr. 3 and 4) | | |
| ~ | | | Code V | Amount | (D) | Price | | | |
| Common Stock | 05/29/2014 | | A | 4,590 ₍₁₎ | A | \$0 | 66,939 | 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 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)

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3. Transaction Date 3A. Deemed

| Derivative Security (Instr. 3) | Conversion or Exercise Price of Derivative Security | (Month/Day/Year) | Execution Date, if any (Month/Day/Year) | TransactiorDerivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, | | s (Month/Day/Year) I (A) sed of | | Underlying Securition (Instr. 3 and 4) | |
|--------------------------------------|---|------------------|---|--|----------------|---------------------------------|--------------------|--|------------------------------|
| | | | | Code V | and 5) (A) (D) | Date Exercisable | Expiration Date | Title | Amou or Numb of Sha |
| Stock Option (right-to-buy) | \$ 27 | 05/29/2014 | | A | 10,016 | <u>(2)</u> | 05/29/2024 | Common Stock | 10,0 |

5. Number of 6. Date Exercisable and

7. Title and Amount

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|--|---------------|-----------|---------|-------|--|--|--|
| 1 8 | Director | 10% Owner | Officer | Other | | | |
| HUGIN ROBERT J 8 SYLVAN WAY PARSIPPANY, NJ 07054 | X | | | | | | |

Signatures

1. Title of

/s/ Paul M. Antinori,
Attorney-in-Fact
06/02/2014

**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) This restricted stock award vests on May 29, 2015 and is made as part of and pursuant to Issuer's director compensation package.
- (2) This option vests in one installment on May 29, 2015 and is made as part of and pursuant to Issuer's director compensation package. Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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