





Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

In connection with The Medicines Company's (the "Company") agreement to divest its Infectious Disease business to Melinta Therapeutics, Inc., the related planned restructuring following such divestiture, and the separate, independent company-wide restructuring, Stuart A. (Tony) Kingsley separated from the Company, effective December 29, 2017. Mr. Kingsley had served as the Company's President and Chief Operating Officer and has led the Infectious Disease business since joining the Company in May 2016.

Pursuant to the terms of Mr. Kingsley's management severance agreement, which he entered into at the time he commenced employment with the Company ("Management Severance Agreement"), Mr. Kingsley is entitled to certain severance payments and benefits following the end of his employment upon signing a release agreement with the Company. In connection with his departure, Mr. Kingsley and the Company entered into a separation and release agreement (the "Separation Agreement"), under which Mr. Kingsley provided a general release of claims against the Company and its affiliates and the Company agreed to pay the severance payments and benefits to which Mr. Kingsley is entitled under the Management Severance Agreement, as follows:

a lump sum payment of \$1,560,000 (which is equal to eighteen (18) months base salary and 1.5 times Mr. Kingsley's target bonus, as provided for in the Management Severance Agreement), less all applicable statutory tax withholdings and deductions;

for a period of eighteen months after the separation date, reimbursement of COBRA health insurance premiums actually paid by Mr. Kingsley and payment by the Company for reasonable outplacement assistance; and accelerated vesting of all outstanding equity that Mr. Kingsley held immediately prior to his separation.

The foregoing summary of the Separation Agreement is not intended to be complete and is qualified in its entirety by reference to the full text of the Separation Agreement to be filed as an exhibit to the Company's Annual Report on Form 10-K for the year ended December 31, 2017.

---

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**THE MEDICINES COMPANY**

Date: January 5, 2018

By: /s/ Stephen M. Rodin

Stephen M. Rodin

Executive Vice President and General Counsel