

MEDICINES CO /DE

Form 4

January 05, 2005

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**KOEHLER STEVEN H**

(Last) (First) (Middle)

**THE MEDICINES COMPANY, 8  
CAMPUS DRIVE**

(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)  
**01/03/2005**

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)

Senior Vice President and CFO

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 Ownership (Instr. 4)
Common Stock	01/03/2005		M	V Amount (A) or (D) Price 5,000 A \$ 12.82	2,000	D	
Common Stock <sup>(1)</sup>	01/03/2005		S	200 D \$ 28.4	2,000	D	
Common Stock <sup>(1)</sup>	01/03/2005		S	300 D \$ 28.41	2,000	D	
Common Stock <sup>(1)</sup>	01/03/2005		S	500 D \$ 28.43	2,000	D	
Common Stock <sup>(1)</sup>	01/03/2005		S	100 D \$ 28.44	2,000	D	

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Common Stock <u>(1)</u>	01/03/2005	S	500	D	\$ 28.45	2,000	D
Common Stock <u>(1)</u>	01/03/2005	S	100	D	\$ 28.46	2,000	D
Common Stock <u>(1)</u>	01/03/2005	S	300	D	\$ 28.47	2,000	D
Common Stock <u>(1)</u>	01/03/2005	S	300	D	\$ 28.48	2,000	D
Common Stock <u>(1)</u>	01/03/2005	S	500	D	\$ 28.5	2,000	D
Common Stock <u>(1)</u>	01/03/2005	S	500	D	\$ 28.51	2,000	D
Common Stock <u>(1)</u>	01/03/2005	S	400	D	\$ 28.52	2,000	D
Common Stock <u>(1)</u>	01/03/2005	S	300	D	\$ 28.53	2,000	D
Common Stock <u>(1)</u>	01/03/2005	S	400	D	\$ 28.54	2,000	D
Common Stock <u>(1)</u>	01/03/2005	S	400	D	\$ 28.56	2,000	D
Common Stock <u>(1)</u>	01/03/2005	S	200	D	\$ 28.57	2,000	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 Securities (Instr. 3 and 4)
						Date Exercisable	Amount or Number of Shares
	\$ 12.82	01/03/2005		M	5,000	01/03/2005 <sup>(2)</sup>	5,000
						Expiration Date	Title

Option  
(right to  
buy)

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director    10% Owner    Officer    Other
KOEHLER STEVEN H THE MEDICINES COMPANY 8 CAMPUS DRIVE PARSIPPANY, NJ 07054	Senior Vice President and CFO

## Signatures

Steven H.  
Koehler                      01/05/2005

\_\_\_\_\_  
Signature of                      Date  
Reporting Person

## 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 Mr. Koehler on September 15, 2004.
- (2) As of 1/3/2005, the original grant (200,000 shares granted on 3/13/2002) was vested with respect to 137,500 of the shares covered thereby. After the exercise of the options reported hereby, as of 1/3/2005, 122,500 shares covered by the option were vested but not exercised and the remaining 62,500 of the shares covered by the option vest in equal monthly installments ending on 3/13/2006.

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.