Edgar Filing: POZEN ROBERT C - Form 4

| POZEN ROBER'I Form 4 | ſĊ | | | | | | | | |
|---|---|------------------------------|----------------------------|--|----------------|--|--|---|--|
| November 03, 200 |)9 | | | | | | | | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | 9PROVAL 3235-0287 | | |
| Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. <i>See</i> Instruction 1(b). | STATEMENT (Filed pursuant to Section 17(a) of th 30(1 | Section 16(e Public Util | SECURITIE | S urities E> Company | chang Act o | ge Act of 1934, f 1935 or Sectio | Expires: Estimated a burden hou response | rs per | |
| (Print or Type Respon | ises) | | | | | | | | |
| 1. Name and Address POZEN ROBER | s of Reporting Person <u>*</u> T C | Symbol | Name and Ticker | | g | 5. Relationship of Issuer | f Reporting Per | | |
| MFS INVESTMI | First) (Middle) ENT F, 500 BOYLSTON | (Month/Day 10/30/200 | | on | | Director Officer (give below) | 10% | o Owner er (specify | |
| (Street) 4. If Ame | | | Amendment, Date Original | | | 6. Individual or Joint/Group Filing(Check | | | |
| BOSTON, MA 0 | 2116 | Filed(Month | /Day/Year) | | | Applicable Line) _X_ Form filed by 0 Form filed by N Person | | | |
| (City) (S | State) (Zip) | Table 1 | I - Non-Derivat | ive Securi | ties Ac | quired, Disposed o | f, or Beneficial | lly Owned | |
| | any | tion Date, if h/Day/Year) | TransactionAcque Code Disp | osed of (D r. 3, 4 and (A) or |) | 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 | | | | | | 32,635.776 | 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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

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| 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. Transactic Code (Instr. 8) | 5. Number of orDerivative Securities Acquired (A) Disposed of (Instr. 3, 4, a 5) |) or (D) | 6. Date Exer Expiration D (Month/Day, | ate | 7. Title and A Underlying S (Instr. 3 and | Securities |
|---|---|---|---|--|--|-------------|---|--------------------|---|----------------------------------|
| | | | | Code V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Phantom Stock | <u>(1)</u> | 10/30/2009 | | А | 1,274.51 | | (2) | (3) | Common Stock | 1,274.51 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--------------------------------|---------------|-----------|---------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| POZEN ROBERT C | | | | | | |
| MFS INVESTMENT MANAGEMENT | | | | | | |
| 500 BOYLSTON | | | | | | |
| BOSTON, MA 02116 | | | | | | |

Signatures

| James N. Spolar | 11/03/2009 |
|-----------------|------------|
|-----------------|------------|

<u>**</u>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) Each share of phantom stock represents the right to receive the cash value of one share of MDT common stock.
- (2) Shares of phantom stock and dividend equivalents are payable in cash upon retirement or the reporting person's termination. The reporting person may transfer his phantom stock account into an alternative investment account at any time.
- (3) Shares of phantom stock and dividend equivalents are payable in cash upon retirement or the reporting person's termination. The reporting person may transfer his phantom stock account into an alternative investment account at any time.

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.