

BG Medicine, Inc.  
Form 8-K  
November 30, 2015

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, DC 20549**

**FORM 8-K**

**CURRENT REPORT**  
**PURSUANT TO SECTION 13 OR 15(D)**  
**OF THE SECURITIES EXCHANGE ACT OF 1934**  
**Date of report (Date of earliest event reported): November 24, 2015**

**BG Medicine, Inc.**  
**(Exact Name of Registrant as Specified in Its Charter)**

**001-33827**  
**(Commission**  
**File Number)**

**Delaware**  
**(State or Other Jurisdiction**  
**of Incorporation)**

**04-3506204**  
**(IRS Employer**  
**Identification No.)**

**303 Wyman Street, Suite 300, Waltham, Massachusetts**  
**(Address of Principal Executive Offices)**  
**(781) 890-1199**

**02451**  
**(Zip Code)**

**(Registrant's Telephone Number, Including Area Code)**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- “ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- “ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- “ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- “ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 1.01. Entry into a Material Definitive Agreement.**

On November 24, 2015, BG Medicine, Inc. (the Company, we) amended our License and Distribution Agreement with Abbott Laboratories (Abbott), in regard to product fees paid to us by Abbott for galectin-3 tests sold by Abbott to reference laboratories, while retaining the previously negotiated product fees for the other customer segments. In consideration for the amendment, Abbott has agreed to make an initial payment of \$500,000 to us by November 30, 2015 and a second payment of up to \$500,000 payable to us, by June 30, 2016, subject to achievement of certain commercial milestones. We expect that this modification to the agreement will expedite the transition from manual to automated testing for galectin-3. As a result, the majority of revenues currently generated from sales of manual test kits are expected to be replaced over time by product fees generated from the sale of automated tests by Abbott (and our other automated partners when their automated tests become available).

A copy of the press release announcing the amendment to the License and Distribution Agreement is attached as Exhibit 99.1 to this Current Report on Form 8-K and is incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) Exhibits.

99.1 Press release dated November 30, 2015.

**SIGNATURE**

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.

**BG MEDICINE, INC.**

Date: November 30, 2015

/s/ Stephen P. Hall  
Stephen P. Hall

Executive Vice President & Chief Financial Officer