ABIOMED INC

Form 4

November 03, 2014

FORM 4

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

OMB Number:

3235-0287 January 31,

0.5

Check this box if no longer

subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

2005 Estimated average

OMB APPROVAL

Expires:

burden hours per response...

Form 5 obligations may continue.

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 See Instruction

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * **BOLT WILLIAM J**

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol ABIOMED INC [ABMD]

(Last)

(First)

(Middle)

3. Date of Earliest Transaction

(Check all applicable)

(Month/Day/Year)

10/30/2014

Director 10% Owner Other (specify _X__ Officer (give title

below)

C/O ABIOMED, INC., 22 CHERRY HILL DRIVE

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check Applicable Line)

SVP, QA and Regulatory Affairs

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

DANVERS, MA 01923

(City)	(State) (Zip) Table	e I - Non-D	erivative S	Securit	ties Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired Transaction(A) or Disposed of (D Code (Instr. 3, 4 and 5) (Instr. 8)		of (D)	5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock, \$.01 par	10/30/2014		M	17,300	A	\$ 5.86	112,303	D	
Common Stock, \$.01 par	10/30/2014		S(5)	17,300	D	\$ 28	95,003	D	
Common Stock, \$.01 par	10/30/2014		M	30,000	A	\$ 9.36	125,003	D	
Common Stock, \$.01	10/30/2014		S(5)	30,000	D	\$ 28	95,003	D	

par

Common

 $S^{(5)}$ Stock, \$.01 10/30/2014 13,775 D \$ 28 81,228 D par

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)

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 Derivative Securities Acquired (or Dispose (D) (Instr. 3, 4, and 5)	(A) ed of	6. Date Exercisab Expiration Date (Month/Day/Year		7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D))	Date Exercisable	Expiration Date	Title	Amount or Number of Share
Stock Option (right to buy) (1)	\$ 9.36	10/30/2014		M	30,0	000	06/08/2006	06/08/2015	Common Stock	30,000
Stock Option (right to buy) (1)	\$ 13.57						06/01/2007	06/01/2016	Common Stock	0
Stock Option (right to buy) (1)	\$ 11.27						05/30/2008	05/30/2017	Common Stock	0
Stock Option (right to buy) (3)	\$ 5.86	10/30/2014		M	17,3	300	05/28/2010(2)	05/28/2019	Common Stock	17,300
Stock option (right to buy) (3)	\$ 13.8						05/23/2009(2)	05/23/2018	Common Stock	0
Stock Option	\$ 10.03						06/03/2011(2)	06/03/2020	Common Stock	0

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(right to buy) $\frac{(3)}{}$					
Stock Option (right to buy) (3)	\$ 22.44	05/22/2013(2)	05/22/2022	Common Stock	0
Stock Option (Right to Buy) (3)	\$ 23.15	05/14/2014(2)	05/14/2023	Common stock	0
Stock Option (Right to Buy) (3)	\$ 21.55	05/14/2015(4)	05/14/2024	Common Stock	0

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Reporting Owners

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer

Other

BOLT WILLIAM J C/O ABIOMED, INC. 22 CHERRY HILL DRIVE DANVERS, MA 01923

SVP, QA and Regulatory Affairs

Signatures

/s/ Stephen C. McEvoy (by power of attorney) 11/03/2014

**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) Grant to reporting person of this option to buy the number of Common Stock set forth in Table II, Column 7, under the ABIOMED, Inc. 2000 Stock Incentive Plan.
- (2) These options become exercisable in annual 25% increments, commencing on the date shown in Table II, Column 6.
- (3) Grant to reporting person of this option to buy the number of Common Stock set forth in Table II, Column 7, under the ABIOMED, Inc. 2008 Stock Incentive Plan.
- (4) These options become exercisable in annual 33-1/3% increments, commencing on the date shown in Table II, Column 6.
- (5) Sale of Common Stock pursuant to reporting owner's 10b5-1 plan, which was adopted on February 26, 2014.

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.

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