

Weber David M
Form 4
January 29, 2019

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Weber David M

2. Issuer Name and Ticker or Trading Symbol
ABIOMED INC [ABMD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)

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

01/25/2019

Chief Operating Officer

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

DANVERS, MA 01923

(City) (State) (Zip)

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount		
Common Stock, \$.01 par value	01/25/2019		M ⁽⁵⁾		14,000 ⁽⁵⁾	A	\$ 22.44 161,842 D
Common Stock, \$.01 par value	01/25/2019		M ⁽⁵⁾		10,000 ⁽⁵⁾	A	\$ 23.15 171,842 D
Common Stock, \$.01 par value	01/25/2019		S ⁽⁶⁾		10,195 ⁽⁶⁾	D	\$ 350.3718 ⁽⁷⁾ 161,647 D

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Common Stock, \$01 par value	01/25/2019	S ⁽⁶⁾	5,965 ₍₆₎	D	\$ 351.4603 ₍₈₎	155,682	D	
Common Stock, \$01 par value	01/25/2019	S ⁽⁶⁾	4,850 ₍₆₎	D	\$ 352.6305 ₍₉₎	150,832	D	
Common Stock, \$01 par value	01/25/2019	S ⁽⁶⁾	2,990 ₍₆₎	D	\$ 353.3219 ₍₁₀₎	147,842	D	
Common Stock, \$01 par value						15,497	I	By Trust

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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(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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy) ⁽²⁾	\$ 22.44	01/25/2019		M ⁽⁵⁾	14,000 ₍₅₎	05/22/2013 ⁽¹⁾ 05/22/2022	Common Stock	14,000	
Stock Option (Right to Buy) ⁽²⁾	\$ 23.15	01/25/2019		M ⁽⁵⁾	10,000 ₍₅₎	05/14/2014 ⁽¹⁾ 05/14/2023	Common Stock	10,000	
Stock Option (Right to	\$ 21.55					05/14/2015 ⁽³⁾ 05/14/2024	Common Stock	0	

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request by the Commission staff, the Issuer, or a security holder of the Issuer.

- (8) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$351.0200 and \$351.9600. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer, or a security holder of the Issuer.

- (9) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$352.0200 and \$352.9550. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer, or a security holder of the Issuer.

- (10) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$353.0000 and \$353.5700. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer, or a security holder of the Issuer.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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