YOUNG RODNEY A
Form 4/A
April 05, 2011

FORM 4

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

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

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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).

(Print or Type Responses)

1. Name and Address of Reporting Person *
YOUNG RODNEY A

(Last) (First) (Middle)

350 OAK GROVE PARKWAY

(Street)

SAINT PAUL, MN 55127

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading Symbol
ANGEION CORP/MN [ANGN]

3. Date of Earliest Transaction (Month/Day/Year)
12/31/2010

4. If Amendment, Date Original Filed(Month/Day/Year)
03/24/2011

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	12/31/2010		D		8,889 (1)	D	$ 0	56,435 (6)	D	
Common Stock	12/31/2010		D		22,222 (2)	D	$ 0	34,213	D	
Common Stock	03/22/2011		M		35,000	A	$ 2.53	69,213	D	
Common Stock	03/22/2011		F		18,109 (3)	D	$ 4.89 (5)	51,104	D	
Common Stock	03/22/2011		F		1,657 (4)	D	$ 4.89	49,447	D	

(5)

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

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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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (Right to Buy)	$ 2.53	03/22/2011		M		35,000		09/15/2005	09/15/2015	Common Stock	35,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
YOUNG RODNEY A 350 OAK GROVE PARKWAY SAINT PAUL, MN 55127	X			

Signatures

Robert D. Bubalo, Attorney-in-Fact for Rodney A. Young — 04/05/2011

**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) The Reporting Person was granted 26,667 shares of restricted stock on August 28, 2008. One-third of the shares vested on the first and second anniversaries of the date of grant. The remaining 8,889 shares were forfeited when the Reporting Person stepped down as President and CEO of the Issuer effective December 31, 2010.

(2) The Reporting Person was granted 33,333 shares of restricted stock on June 3, 2009. One-third of the shares vested on the first anniversary of the date of grant. The remaining 22,222 shares were forfeited when the Reporting Person stepped down as President and

CEO of the Issuer effective December 31, 2010.

(3) This Form 4 reports the delivery by attestation to the Issuer of 18,109 shares of stock already owned by the Reporting Person to pay the exercise price for 24,500 incentive stock options and 10,500 nonqualified stock options.

(4) The Reporting Person is required to pay the tax withholding obligation associated with the exercise of nonqualified stock options. Therefore, the Reporting Person has delivered by attestation to the Issuer 1,657 shares of stock already owned for the payment of this obligation. This Amended Form 4 corrects the number of shares previously reported for the tax withholding.

(5) The price of $4.89 is equal to the fair market value on the date of exercise and is used to determine the value of the shares delivered by attestation to the Issuer for payment of both the option exercise price and the tax withholding obligation. The Board of Directors expressly authorized delivery by attestation for the Reporting Person.

(6) Includes 370 shares acquired under the Angeion Corporation 2003 Employee Stock Purchase Plan on December 31, 2010.

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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