ABIOMED INC Form 4

February 26, 2013

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

3235-0287

Expires:

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

January 31, 2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * TERMEER HENRI A			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer			
			ABIOMED INC [ABMD]	(Check all applicable)			
(Last)	(First)	(Middle)	3. Date of Earliest Transaction				
C/O ABIOMED, INC., 22 CHERRY HILL DRIVE		CHERRY	(Month/Day/Year) 02/22/2013	X_ Director10% Owner Officer (give title below)Other (specify below)			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line)			

DANVERS, MA 01923

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative Seco	ırities Acquii	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securities A order Disposed of (Instr. 3, 4 and (A order Amount (D)	(D) 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)
Common Stock, \$0.01 par value	02/22/2013		P	43,983 A	\$ 14.6955 (5)	116,381	D	
Common Stock, \$0.01 par value	02/25/2013		P	56,017 A	\$ 15.1997 (6)	172,398	D	

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

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displays a currently valid OMB control number.

$\label{lem:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (e.g., puts, calls, warrants, options, convertible securities) \end{tabular}$

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. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			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) (1)	\$ 18.4					08/08/2002(2)	08/08/2012	Common Stock	5,000
Stock Option (right to buy) (1)	\$ 4.71					08/06/2003(2)	08/06/2013	Common Stock	5,000
Stock Option (right to buy) (1)	\$ 5.15					08/13/2004(2)	08/13/2014	Common Stock	5,000
Stock Option (right to buy) (3)	\$ 10.41					08/11/2005(2)	08/11/2014	Common Stock	8,000
Stock Option (right to buy) (3)	\$ 10.06					08/09/2006(2)	08/10/2015	Common Stock	8,000
Stock Option (right to buy) (3)	\$ 13.21					08/08/2007(2)	08/09/2016	Common Stock	8,000
Stock option (right to buy) (3)	\$ 12.69					08/13/2008(2)	08/08/2017	Common Stock	8,000

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Stock Option (right to buy) (4)	\$ 18.63	08/12/2009(2)	08/13/2018	Common Stock	8,000
Stock Option (right to buy) (4)	\$ 7.67	08/11/2010(2)	08/12/2019	Common Stock	12,000
Stock Options (right to buy) (4)	\$ 9.99	08/10/2011	08/11/2020	Common Stock	12,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
1 0	Director	10% Owner	Officer	Other		
TERMEER HENRI A C/O ABIOMED, INC. 22 CHERRY HILL DRIVE DANVERS, MA 01923	X					

Signatures

/s/ Ian W. McLeod (by power of attorney) 02/26/2013

Explanation of Responses:

**Signature of Reporting Person

- * 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).

Date

- (1) Grant to reporting person of option to buy the number of shares of Common Stock set forth in Table II, Column 7, under the ABIOMED, Inc. 1989 Non-Qualified Stock Option Plan for Non-Employee Directors.
- (2) This option becomes exercisable in full on the date set forth in Table II, Column 6.
- (3) Grant to reporting person of option to buy the number of shares of Common Stock set forth in Table II, Column 7, under the ABIOMED, Inc. 2000 Stock Incentive Plan.
- (4) Grant to reporting person of option to buy shares of Common Stock set forth in Table II, Column 7, under the ABIOMED, Inc. 2008 Stock Incentive Plan.
- This price represents the weighted average purchase price of multiple transactions on the reported date at prices that ranged between (5) \$14.6200 and \$14.7000. Detailed information regarding the number of shares purchased at each separate price will be provided upon request by the Commission staff, the Issuer, or a security holder of the issuer.
- This price represents the weighted average purchase price of multiple transactions on the reported date at prices that ranged between (6) \$14.7000 and \$15.2500. Detailed information regarding the number of shares purchased 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. 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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