

ABIOMED INC
Form 4
May 19, 2015

FORM 4

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

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

OMB APPROVAL

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(Print or Type Responses)

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

(Last) (First) (Middle)

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

(Street)

DANVERS, MA 01923

(City) (State) (Zip)

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

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

05/15/2015

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

SVP, QA and Regulatory Affairs

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) |
|---------------------------------------|---|---|--------------------------------------|---|--|---|---|
| Common Stock, \$.01 par | 05/15/2015 | | S ⁽⁴⁾ | 4,100 ⁽⁴⁾ | D \$ 67.8473 ⁽⁵⁾ | 102,181 | D |
| Common Stock, \$.01 par | 05/15/2015 | | S ⁽⁴⁾ | 209 ⁽⁴⁾ | D \$ 68.4918 ⁽⁶⁾ | 101,972 | D |

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
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SEC 1474
(9-02)

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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) | 8. 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⁾ | \$ 13.8 | | | | | 05/23/2009 ⁽¹⁾ 05/23/2018 | Common Stock | 0 |
| Stock Option (right to buy) ⁽²⁾ | \$ 10.03 | | | | | 06/03/2011 ⁽¹⁾ 06/03/2020 | Common Stock | 0 |
| Stock Option (right to buy) ⁽²⁾ | \$ 22.44 | | | | | 05/22/2013 ⁽¹⁾ 05/22/2022 | Common Stock | 0 |
| Stock Option (Right to Buy) ⁽²⁾ | \$ 23.15 | | | | | 05/14/2014 ⁽¹⁾ 05/14/2023 | Common stock | 0 |
| Stock Option (Right to Buy) ⁽²⁾ | \$ 21.55 | | | | | 05/14/2015 ⁽³⁾ 05/14/2024 | Common Stock | 0 |
| Stock Option (Right to Buy) ⁽²⁾ | \$ 66.25 | | | | | 05/13/2016 ⁽³⁾ 05/13/2025 | Common Stock | 0 |

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)

05/19/2015

__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) These options become exercisable in annual 25% increments, commencing on the date shown in Table II, Column 6.
- (2) 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.
- (3) These options become exercisable in annual 33-1/3% increments, commencing on the date shown in Table II, Column 6.
- (4) Sale of common stock pursuant to reporting owner's 10b5-1 plan, solely for payment of withholding tax liability associated with the vesting of awards of restricted stock units in accordance with the time periods set forth in such awards.

This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$67.2700 and \$68.1800. 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.

This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$68.3100 and \$68.5000. 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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