**ABIOMED INC** Form 4 April 02, 2008

# FORM 4

#### **OMB APPROVAL**

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

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average

0.5

Form 4 or Form 5 obligations may continue.

**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

burden hours per response...

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* O CONNELL DESMOND JR

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

ABIOMED INC [ABMD]

(First) (Last)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

C/O ABIOMED, INC., 22 CHERRY

HILL DRIVE

(Check all applicable)

03/31/2008

X\_ Director Officer (give title

10% Owner Other (specify

below)

(Street)

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

Applicable Line)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

DANVERS, MA 01923

(City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deemed

(Month/Day/Year)

4. Securities Acquired 3. Transaction(A) or Disposed of (D) Execution Date, if Code (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Beneficial Indirect (I) Ownership (Instr. 4) (Instr. 4)

(Month/Day/Year)

(Instr. 8)

Following Reported Transaction(s) (Instr. 3 and 4) Price

Common

Security

(Instr. 3)

Stock, \$.01 03/31/2008 par value

Amount (D) Code V Α 1,141 A

(A)

or

62,876

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 number.

SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

## Edgar Filing: ABIOMED INC - Form 4

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)	6. Date Exercisab 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) (1)	\$ 16.75					07/01/2001(2)	07/01/2010	Common Stock	25,000
Stock Option (right to buy) (1)	\$ 19.69					08/09/2001 <u>(3)</u>	08/09/2010	Common Stock	5,000
Stock Option (right to buy) (1)	\$ 18.4					08/08/2002(3)	08/08/2011	Common Stock	5,000
Stock Option (right to buy) (1)	\$ 4.71					08/06/2003(3)	05/21/2013	Common Stock	5,000
Stock Option (right to buy) (1)	\$ 5.15					08/13/2004(3)	08/13/2013	Common Stock	5,000
Stock Option (right to buy) (4)	\$ 10.41					08/11/2005(3)	08/11/2014	Common Stock	8,000
Stock Option (right to buy) (4)	\$ 10.06					08/09/2006(3)	08/09/2015	Common Stock	8,000
Stock Option (right to buy) (4)	\$ 13.21					08/08/2007(3)	08/09/2016	Common Stock	8,000
	\$ 12.69					08/13/2008(3)	08/08/2017		8,000

8. De Se (Ir Stock Common Stock Option (right to buy) (4)

### **Reporting Owners**

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

# **Signatures**

/s/ Carrie-Ann Powierza (by power of 04/02/2008 attorney) Date

\*\*Signature of Reporting Person

# **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).
- 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.
- This option becomes exercisable in annual 20% increments commencing on the date set forth in Table II, Column 6.
- This option becomes exercisable in full on the date set forth in Table II, Column 6.
- 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.

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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