

ABIOMED INC
Form 3/A
October 14, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>McLeod Ian</p> <p>(Last) (First) (Middle)</p> <p>C/O ABIOMED, INC, 22</p> <p>CHERRY HILL DR.</p> <p>(Street)</p> <p>DANVERS, MA 01923</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>10/14/2008</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>ABIOMED INC [ABMD]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Corporate Controller</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> <p>10/14/2008</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of Shares			

(Instr. 5)

Stock Option (right to buy) ⁽²⁾	11/19/2008 ⁽¹⁾	11/19/2017	Common Stock	5,000	\$ 12.06	D	Â
Stock Option (right to buy) ⁽²⁾	05/23/2009 ⁽¹⁾	05/23/2018	Common Stock	5,000	\$ 13.8	D	Â
Stock Option (right to buy) ⁽²⁾	08/01/2009 ⁽¹⁾	08/01/2018	Common Stock	10,000	\$ 17.43	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
McLeod Ian C/O ABIOMED, INC 22 CHERRY HILL DR. DANVERS, MA 01923	Â	Â	Â Corporate Controller	Â

Signatures

/s/ Ian W. McLeod 10/14/2008

^{**}Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) This option becomes exercisable in annual 25% increments, commencing on the exercise date shown in Table II, Column 2.

(2) Grant to reporting person of option to buy the number of shares of Common Stock 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.