

ABIOMED INC

Form 4

November 03, 2014

**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 \*  
Weber David M

(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)  
10/30/2014

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) below)

Chief Operating Officer

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of<br>(D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|--|--|--|---|
| Common<br>Stock, \$.01<br>par value   | 10/30/2014                              |   | M                                    | 7,500 A  | \$ 5.86 139,850  | D  |   |
| Common<br>Stock, \$.01<br>par value   | 10/30/2014                              |   | S <sup>(5)</sup>                     | 7,500 D  | \$ 30 132,350  | D  |   |
| Common<br>Stock, \$.01<br>par value   | 10/30/2014                              |   | S <sup>(5)</sup>                     | 6,000 D  | \$ 28 126,350  | D  |   |
| Common<br>Stock, \$.01                | 10/30/2014                              |   | S <sup>(5)</sup>                     | 6,500 D  | \$ 29 119,850  | D  |   |

par value

Common

Stock, \$.01 10/30/2014

S<sup>(5)</sup>

7,000

D

\$ 30 112,850

D

par value

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)

| 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) <sup>(1)</sup>  | \$ 13.88   |                                      |  |                                |   | 04/23/2008 <sup>(2)</sup>                                | 04/23/2017      | Common Stock  | 0                          |
| Stock Option (right to buy) <sup>(1)</sup>  | \$ 13.8  |                                      |  |                                |   | 05/23/2009 <sup>(2)</sup>                                | 05/23/2018      | Common Stock  | 0                          |
| Stock Option (right to buy) <sup>(3)</sup>  | \$ 5.86  | 10/30/2014                           |  | M                              | 7,500   | 05/28/2010 <sup>(2)</sup>                                | 05/28/2019      | Common Stock  | 7,500                      |
| Stock Options (right to buy) <sup>(3)</sup> | \$ 5.86  |                                      |  |                                |   | 03/31/2010 <sup>(2)</sup>                                | 05/28/2019      | Common Stock  | 0                          |
| Stock Option (right to buy) <sup>(3)</sup>  | \$ 10.03   |                                      |  |                                |   | 06/03/2011 <sup>(2)</sup>                                | 06/03/2020      | Common Stock  | 0                          |
|   | \$ 22.44   |                                      |  |                                |   | 05/22/2013 <sup>(2)</sup>                                | 05/22/2022      |   | 0                          |

|   |          |                           |            |                 |   |
|---|----------|---------------------------|------------|-----------------|---|
| Stock<br>Option<br>(right to<br>buy) <sup>(3)</sup> |          |                           |            | Common<br>Stock |   |
| Stock<br>Option<br>(Right to<br>Buy) <sup>(3)</sup> | \$ 23.15 | 05/14/2014 <sup>(2)</sup> | 05/14/2023 | Common<br>Stock | 0 |
| Stock<br>Option<br>(Right to<br>Buy) <sup>(3)</sup> | \$ 21.55 | 05/14/2015 <sup>(4)</sup> | 05/14/2024 | Common<br>Stock | 0 |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                         |       |
|---|---------------|-----------|-------------------------|-------|
|   | Director      | 10% Owner | Officer                 | Other |
| Weber David M<br>C/O ABIOMED, INC.<br>22 CHERRY HILL DRIVE<br>DANVERS, MA 01923 |               |           | Chief Operating Officer |       |

## Signatures

/s/ Stephen C. McEvoy (by power of attorney) 11/03/2014

\_\_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) 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.
- (2) This option becomes exercisable in annual 25% increments, commencing on the date shown 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. 2008 Stock Incentive Plan.
- (4) These options become exercisable in annual 33-1/3% increments, commencing on the date shown in Table II, Column 6.
- (5) Sale of Common Stock pursuant to reporting owner's 10b5-1 plan, which was adopted on February 24, 2014.

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.