

PUHY DOROTHY E

Form 4

May 09, 2018

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
PUHY DOROTHY E

(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)
05/07/2018

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

6. Individual or Joint/Group Filing(Check
Applicable Line)

☒ 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, \$0.01 par value	05/07/2018		M ⁽³⁾	13,500 ⁽³⁾	A \$ 9.99	46,668	D
Common Stock, \$0.01 par value	05/07/2018		S ⁽⁴⁾	1,229 ⁽⁴⁾	D \$ 345.1036 ⁽⁵⁾	45,439	D
Common Stock, \$0.01 par value	05/07/2018		S ⁽⁴⁾	1,664 ⁽⁴⁾	D \$ 346.2 ⁽⁶⁾	43,775	D

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Common Stock, \$0.01 par value	05/07/2018	S ⁽⁴⁾	3,012 (4)	D	\$ 347.0675 (7)	40,763	D	
Common Stock, \$0.01 par value	05/07/2018	S ⁽⁴⁾	1,500 (4)	D	\$ 348.072 (8)	39,263	D	
Common Stock, \$0.01 par value	05/07/2018	S ⁽⁴⁾	4,195 (4)	D	\$ 349.0706 (9)	35,068	D	
Common Stock, \$0.01 par value	05/07/2018	S ⁽⁴⁾	700 (4)	D	\$ 349.98 (10)	34,368	D	
Common Stock, \$0.01 par value	05/07/2018	S ⁽⁴⁾	900 (4)	D	\$ 351.0589 (11)	33,468	D	
Common Stock, \$0.01 par value	05/07/2018	S ⁽⁴⁾	300 (4)	D	\$ 351.97	33,168	D	
Common Stock, \$0.01 par value	11/09/2017	G ⁽¹²⁾ V	11,335 (12)	D	\$ 0	21,833	D	
Common Stock, \$0.01 par value	11/09/2017	G ⁽¹²⁾ V	11,335 (12)	A	\$ 0	11,335	I	By Trust

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

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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)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)
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(Instr. 3, 4,
and 5)

	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy) ⁽¹⁾								
\$ 9.99								
05/07/2018								
	M ⁽³⁾							
13,500								
08/10/2011 ⁽²⁾								
08/11/2020								
Common Stock								
13,500								

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PUHY DOROTHY E C/O ABIOMED, INC. 22 CHERRY HILL DRIVE DANVERS, MA 01923			X	

Signatures

/s/ Stephen C. McEvoy (by power of attorney) 05/09/2018

 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. 2008 Stock Incentive Plan.
- (2) This option becomes exercisable in full on the date set forth in Table II, Column 6.
- (3) Exercise of stock options pursuant to reporting owner's 10b5-1 plan.
- (4) Sale of common stock pursuant to reporting owner's 10b5-1 plan.
- (5) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$344.5600 and \$345.4900. 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.
- (6) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$345.6500 and \$346.3800. 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.
- (7) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$346.6000 and \$347.4600. 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.
- (8) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$347.8400 and \$348.4800. 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.
- (9) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$348.5600 and \$349.4000. 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.

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(10) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$349.7900 and \$350.4100. 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.

(11) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$350.9600 and \$351.2300. 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.

(12) This transaction represents the transfer of common stock by bona fide gift from the reporting person to a trust.

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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