

ABIOMED INC  
Form 8-K  
June 03, 2009

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934**

**Date of Report: May 28, 2009**

(Date of earliest event reported)

**ABIOMED, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other Jurisdiction)

of Incorporation)

**04-2743260**  
(IRS Employer

Identification Number)

**0-20584**

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**(Commission File Number)**

**22 Cherry Hill Drive**

**Danvers, MA 01923**

**(Address of Principal Executive Offices, including Zip Code)**

**(978) 777-5410**

**(Registrant's Telephone Number, including Area Code)**

**Not Applicable**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

(e) On May 28, 2009, our compensation committee made its annual compensation determinations for our named executive officers. The committee determined the bonuses for fiscal 2009 performance, the salaries and target bonuses for fiscal 2010, and made the annual equity grants to executive officers. The compensation decisions made with respect to our executive officers who are serving as our principal executive officer, principal financial officer, or who were named executive officers in our most recent proxy statement were as follows:

| Executive Officer                                            | Fiscal<br>2009<br>Bonus | Fiscal<br>2010<br>Salary | Target<br>Fiscal 2010<br>Bonus | Underlying<br>Stock Options<br>(4 year vesting) | Underlying<br>Stock Options<br>(Performance vesting) |
|--------------------------------------------------------------|-------------------------|--------------------------|--------------------------------|-------------------------------------------------|------------------------------------------------------|
| Michael R. Minogue,<br>Chairman, CEO and President           | \$ 371,700              | \$ 371,700               | \$ 371,700                     | 148,000                                         | 130,500                                              |
| Robert L. Bowen,<br>Chief Financial Officer                  | \$ 30,000               | \$ 290,000               | \$ 150,000                     | 60,000                                          | 30,000                                               |
| Andrew J. Greenfield,<br>Vice President Healthcare Solutions | \$ 70,000               | \$ 215,000               | \$ 100,000                     | 50,000                                          | 30,000                                               |
| David Weber,<br>Chief Operating Officer                      | \$ 100,000              | \$ 275,000               | \$ 100,000                     | 87,000                                          | 34,500                                               |
| William Bolt,<br>Senior VP, Regulatory and Engineering       | \$ 110,000              | \$ 240,000               | \$ 100,000                     | 50,000                                          | 18,000                                               |

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

ABIOMED, Inc.

By: /s/ Robert L. Bowen  
Robert L. Bowen  
Chief Financial Officer

Date: June 3, 2009