

ABIOMED INC
Form 4
May 12, 2015

FORM 4

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

OMB APPROVAL

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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

(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)
05/08/2015

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)

Chief Operating Officer

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock, \$.01 par value | 05/08/2015 | | M | | 34,322 | A | \$ 13.88 |
| Common Stock, \$.01 par value | 05/08/2015 | | S ⁽⁵⁾ | | 3,242 ⁽⁵⁾ | D | \$ 64.1598 ⁽⁶⁾ |
| Common Stock, \$.01 par value | 05/08/2015 | | S ⁽⁵⁾ | | 3,639 ⁽⁵⁾ | D | \$ 65.1294 ⁽⁷⁾ |

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| | | | | | | | |
|------------------------------|------------|------------------------|----------------------------|---|---|---------|---|
| Common Stock, \$01 par value | 05/08/2015 | <u>S⁽⁵⁾</u> | <u>1,911</u> <u>(5)</u> | D | \$ 66.3305 <u>(8)</u> | 162,260 | D |
| Common Stock, \$01 par value | 05/08/2015 | <u>S⁽⁵⁾</u> | <u>4,880</u> <u>(5)</u> | D | \$ 67.3336 <u>(9)</u> | 157,380 | D |
| Common Stock, \$01 par value | 05/08/2015 | <u>S⁽⁵⁾</u> | <u>2,764</u> <u>(5)</u> | D | \$ 67.8776 <u>(10)</u> | 154,616 | D |
| Common Stock, \$01 par value | 05/08/2015 | <u>S⁽⁵⁾</u> | <u>652</u> <u>(5)</u> | D | \$ 69.0306 <u>(11)</u> | 153,964 | D |
| Common Stock, \$01 par value | 05/08/2015 | <u>S⁽⁵⁾</u> | <u>73</u> <u>(5)</u> | D | \$ <u>69.81</u> <u>(12)</u> | 153,891 | D |
| Common Stock, \$01 par value | 05/08/2015 | <u>S⁽⁵⁾</u> | <u>3,242</u> <u>(5)</u> | D | \$ 64.1598 <u>(6)</u> <u>(13)</u> | 150,649 | D |
| Common Stock, \$01 par value | 05/08/2015 | <u>S⁽⁵⁾</u> | <u>3,639</u> <u>(5)</u> | D | \$ 65.1294 <u>(7)</u> <u>(13)</u> | 147,010 | D |
| Common Stock, \$01 par value | 05/08/2015 | <u>S⁽⁵⁾</u> | <u>1,911</u> <u>(5)</u> | D | \$ 66.3305 <u>(8)</u> <u>(13)</u> | 145,099 | D |
| Common Stock, \$01 par value | 05/08/2015 | <u>S⁽⁵⁾</u> | <u>4,880</u> <u>(5)</u> | D | \$ 67.3336 <u>(9)</u> <u>(14)</u> | 140,219 | D |
| Common Stock, \$01 par value | 05/08/2015 | <u>S⁽⁵⁾</u> | <u>2,764</u> <u>(5)</u> | D | \$ 67.8776 <u>(10)</u> | 137,455 | D |
| Common Stock, \$01 par value | 05/08/2015 | <u>S⁽⁵⁾</u> | <u>652</u> <u>(5)</u> | D | \$ 69.0306 <u>(11)</u> | 136,803 | D |
| | 05/08/2015 | <u>S⁽⁵⁾</u> | <u>73</u> <u>(5)</u> | D | | 136,730 | D |

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Common Stock, \$01 par value \$ 69.81 (12)

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

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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) <u>(1)</u> | \$ 13.88 | 05/08/2015 | | M | 34,322 | 04/23/2008 ⁽²⁾ 04/23/2017 | Common Stock 34,322 |
| Stock Option (right to buy) <u>(1)</u> | \$ 13.8 | | | | | 05/23/2009 ⁽²⁾ 05/23/2018 | Common Stock 0 |
| Stock Option (right to buy) <u>(3)</u> | \$ 5.86 | | | | | 05/28/2010 ⁽²⁾ 05/28/2019 | Common Stock 0 |
| Stock Options (right to buy) <u>(3)</u> | \$ 5.86 | | | | | 03/31/2010 ⁽²⁾ 05/28/2019 | Common Stock 0 |
| Stock Option (right to buy) <u>(3)</u> | \$ 10.03 | | | | | 06/03/2011 ⁽²⁾ 06/03/2020 | Common Stock 0 |
| Stock Option (right to | \$ 22.44 | | | | | 05/22/2013 ⁽²⁾ 05/22/2022 | Common Stock 0 |

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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 \$67.7000 and \$68.6600. 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 \$68.7000 and \$69.6900. 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 price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$69.7000 and \$69.9600. 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.

(13) To remedy a broker error that occurred in connection with executing the transaction, in accordance with the broker's policy, the reporting person received from the broker an additional payment for the sale of the shares to make the average price per share \$67.0000.

(14) To remedy a broker error that occurred in connection with executing the transaction, in accordance with the broker's policy, the reporting person received from the broker an additional payment for the sale of the shares sold below \$67.0000 per share to make the price per share of such shares \$67.0000 per share.

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