

ABIOMED INC  
Form 4  
March 11, 2016

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BOLT WILLIAM J**

(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)  
**03/09/2016**

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)  
**SVP, QA and Regulatory Affairs**

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  | (A) or (D)   | Price   |
| Common Stock, \$.01 par         | 03/09/2016                           |  | M <sup>(4)</sup>               |   | 7,156 <sup>(4)</sup>  | A  | \$ 13.8   |
| Common Stock, \$.01 par         | 03/09/2016                           |  | S <sup>(4)</sup>               |   | 20,076 <sup>(4)</sup>   | D  | \$ 85.5728 <sup>(5)</sup>                             |
| Common Stock, \$.01 par         | 03/09/2016                           |  | S <sup>(4)</sup>               |   | 4,456 <sup>(4)</sup>  | D  | \$ 85.1126 <sup>(6)</sup>                             |

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) (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) | Amount or Number of Shares |  |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                      |  |
| Stock option (right to buy) <sup>(2)</sup> | \$ 13.8  | 03/09/2016                           |  | M <sup>(4)</sup>               | 7,156 <sup>(4)</sup>  | 05/23/2009 <sup>(1)</sup> 05/23/2018                     | Common Stock  | 7,156                      |  |
| Stock Option (right to buy) <sup>(2)</sup> | \$ 22.44   |                                      |  |                                |   | 05/22/2013 <sup>(1)</sup> 05/22/2022                     | Common Stock  | 0                          |  |
| Stock Option (Right to Buy) <sup>(2)</sup> | \$ 23.15   |                                      |  |                                |   | 05/14/2014 <sup>(1)</sup> 05/14/2023                     | Common stock  | 0                          |  |
| Stock Option (Right to Buy) <sup>(2)</sup> | \$ 21.55   |                                      |  |                                |   | 05/14/2015 <sup>(3)</sup> 05/14/2024                     | Common Stock  | 0                          |  |
| Stock Option (Right to Buy) <sup>(2)</sup> | \$ 66.25   |                                      |  |                                |   | 05/13/2016 <sup>(3)</sup> 05/13/2025                     | Common Stock  | 0                          |  |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

SVP, QA and Regulatory Affairs

BOLT WILLIAM J  
C/O ABIOMED, INC.  
22 CHERRY HILL DRIVE  
DANVERS, MA 01923

## Signatures

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

03/11/2016

\*\*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) These options become exercisable in annual 25% increments, commencing on the date shown in Table II, Column 6.
- (2) Grant to reporting person of this option to buy the number of Common Stock set forth in Table II, Column 7, under the ABIOMED, Inc. 2008 Stock Incentive Plan.
- (3) These options become exercisable in annual 33-1/3% increments, commencing on the date shown in Table II, Column 6.
- (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 \$85.0000 and \$85.9900. 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 \$86.0000 and \$86.3000. 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.

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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