### Edgar Filing: ABIOMED INC - Form 4

ABIOMED Form 4	INC										
August 15, 2	2008										
FORM	14					~~~			OMB AF	PPROVAL	
	• • UNITED	) STATES			AND EX( , D.C. 20)		NGE C	OMMISSION	OMB Number:	3235-0287	
Check th			vv a	sinington	, D.C. 20	547			Expires:	January 31,	
if no long subject to	F CHAN	F CHANGES IN BENEFICIAL OWN					Estimated a	2005 average			
Section 16.				SECURITIES					burden hours per		
Form 4 o Form 5	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934						e Act of 1934,	response	0.5		
obligatio may cont	ns Section 17	7(a) of the	Public U	tility Hol	ding Con	ipany	Act of	1935 or Section	ı		
See Instr		30(h)	) of the Ir	ivestment	Compan	y Act	t of 194	0			
1(b).											
(Print or Type I	Responses)										
1. Name and A	Address of Reporting	g Person *	2 Issue	r Nama an	l Ticker or	Tradin	a	5. Relationship of	Reporting Pers	son(s) to	
MINOGUE MICHAEL R Symbol				er Name <b>and</b> Ticker or Trading				Issuer			
-				OMED INC [ABMD]				(Check all applicable)			
(Last)	(First)	(Middle)		f Earliest T	ransaction						
C/O ABIOMED, INC.,, 22 08/13/2			th/Day/Year) 3/2008				X Director 10% Owner X Officer (give title Other (specify				
CHERRY H	HILL DRIVE							below) President	below) t, CEO, Chairn	nan	
			4. If Ame	d(Month/Day/Year)				6. Individual or Joint/Group Filing(Check			
			Filed(Mo					Applicable Line) _X_ Form filed by One Reporting Person			
DANVERS	, MA 01923							Form filed by M Person			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securi	ties Acqu	uired, Disposed of,	, or Beneficial	ly Owned	
1.Title of	2. Transaction Da			3. T	4. Securit			5. Amount of	6.	7. Nature of	
Security (Instr. 3)	(Month/Day/Year	on Date, if	Code	on(A) or Dis (Instr. 3, 4	•		Securities Beneficially	Ownership Indirect Form: Direct Benefi	Indirect Beneficial		
	Day/Year) (Instr. 8)					Owned Following	· · /	Ownership (Instr. 4)			
						(A)		Reported	(Instr. 4)	(Instr. I)	
						or	D.	Transaction(s) (Instr. 3 and 4)			
Common				Code V	Amount	(D)	Price				
Stock, \$.01	08/13/2008			А	93,750 (5)	А	\$ 18.63	213,725	D		
par value					—		10.05				

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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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)	<ul> <li>4. 5. Number of TransactiorDerivative Code Securities</li> <li>(Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)</li> </ul>		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount o Underlying Securities (Instr. 3 and 4)		
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount Number Shares
Stock Option (right to buy) $(1)$	\$ 9.05						04/05/2005 <u>(4)</u>	04/05/2014	Common Stock	100,00
Stock Option (right to buy) $(2)$	\$ 9.05						04/05/2005 <u>(4)</u>	04/05/2014	Common Stock	192,20
Stock Option (right to buy) $(3)$	\$ 9.05						04/05/2005(4)	04/05/2014	Common Stock	100,00
Stock Option (right to buy) $(2)$	\$ 9.36						06/08/2006 <u>(4)</u>	06/08/2015	Common Stock	100,00
Stock Option (right to buy) $(2)$	\$ 13.57						06/01/2007 <u>(4)</u>	06/01/2016	Common Stock	260,00
Stock Option (right to buy) $(2)$	\$ 11.27						05/30/2008 <u>(4)</u>	05/30/2017	Common Stock	85,00
Stock Option (right to buy) $(2)$	\$ 13.8						05/23/2009 <u>(4)</u>	05/23/2018	Common Stock	43,33
Stock Option (right to buy) <u>(6)</u>	\$ 18.63	08/13/2008		А	93,750		06/15/2009 <u>(7)</u>	08/13/2018	Common Stock	93,75

# **Reporting Owners**

**Reporting Owner Name / Address** 

Relationships

#### Edgar Filing: ABIOMED INC - Form 4

	Director	10% Owner	Officer	Other
MINOGUE MICHAEL R C/O ABIOMED, INC., 22 CHERRY HILL DRIVE DANVERS, MA 01923	Х		President, CEO, Chairman	
Signatures				
/s/ Daniel J. Sutherby (by powe attorney)	er of	80	8/15/2008	
<b>**</b> Signature of Reporting Persor	l		Date	

## **Explanation of Responses:**

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- 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). \*\*
- Grant to reporting person of option to buy shares of Common Stock under the ABIOMED, Inc. 1998 Equity Incentive Plan. (1)
- Grant to reporting person of option to buy shares of Common Stock under the ABIOMED, Inc. 2000 Stock Incentive Plan. (2)
- Grant to reporting person of inducement option to buy shares of Common Stock under NASDAQ Marketplace Rule 4350. These options (3) were granted outside of the Company's established stock option plans.
- (4) These options become exercisable in annual 25% increments, commencing on the date shown in Table II, Column 6.
- Shares of restricted stock awarded to reporting person under the ABIOMED, Inc. 2008 Stock Incentive Plan. These shares vest based on (5) the achievement of certain performance milestones.
- 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, (6) Inc. 2008 Stock Incentive Plan.
- (7) These options become exercisable based on the achievement of certain performance milestones.

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.