BOLT WILLIAM J

Form 4 May 26, 2011

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005

Form 4 or Form 5 obligations **SECURITIES**

Estimated average burden hours per response... 0.5

may continue. See Instruction

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

1(b).

(Print or Type Responses)

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

(Street)

2. Issuer Name and Ticker or Trading

5. Relationship of Reporting Person(s) to Issuer

Symbol

ABIOMED INC [ABMD]

(Check all applicable)

(Last)

(First) (Middle) 3. Date of Earliest Transaction

Director 10% Owner

(Month/Day/Year)

C/O ABIOMED, INC., 22 CHERRY

05/24/2011

X_ Officer (give title Other (specify below)

HILL DRIVE

SVP, QA and Regulatory Affairs

4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

DANVERS, MA 01923

(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 7. Nature of Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities Ownership Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: (Month/Day/Year) Owned (Instr. 8)

> Reported (A) Transaction(s)

Beneficial Direct (D) Ownership or Indirect (Instr. 4)

(Instr. 4)

Code V Amount (D) Price

Following

(Instr. 3 and 4)

Common

value

Stock. 05/24/2011 \$.01 par

 $F^{(7)}$ 1.073 89,394 D

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

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$\label{thm:convergence} \begin{tabular}{ll} Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned \\ (\emph{e.g.}, puts, calls, warrants, options, convertible securities) \\ \end{tabular}$

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. Transactic Code (Instr. 8)	5. DrNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab Expiration Date (Month/Day/Year	tion Date		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) (2)	\$ 15.563					06/28/2004(1)	06/28/2010	Common Stock	40,000	
Stock Option (right to buy) (3)	\$ 24.12					06/22/2005(1)	06/22/2011	Common Stock	25,000	
Stock Option (right to buy) (3)	\$ 6.75					06/25/2004(1)	06/25/2012	Common Stock	50,000	
Stock Option (right to buy) (2)	\$ 5.11					06/25/2005(1)	06/25/2013	Common Stock	16,000	
Stock Option (right to buy) (3)	\$ 12.3					07/01/2005(4)	07/01/2014	Common Stock	18,000	
Stock Option (right to buy) (3)	\$ 9.36					06/08/2006(4)	06/08/2015	Common Stock	30,000	
Stock Option (right to buy) (3)	\$ 13.57					06/01/2007(4)	06/01/2016	Common Stock	20,000	
Stock Option (right to	\$ 11.27					05/30/2008(4)	05/30/2017	Common Stock	8,000	

8. De Se

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buy) (3)					
Stock option (right to buy) (3)	\$ 13.8	05/23/2009(4)	05/23/2018	Common Stock	9,666
Stock Option (right to buy) (5)	\$ 5.86	05/28/2010(4)	05/28/2019	Common Stock	50,000
Stock Option (right to buy) (5)	\$ 5.86	03/31/2010(6)	05/28/2019	Common Stock	18,000
Stock Option (right to buy) (5)	\$ 10.03	06/03/2011(4)	06/03/2020	Common Stock	30,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		

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

SVP, QA and Regulatory Affairs

Signatures

/s/ Ian W. McLeod (by power of attorney) 05/26/2011

**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) Options were fully exercisable on the date shown.
- (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. 1998 Equity Incentive Plan.
- (3) 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. 2000 Stock Incentive Plan.
- (4) These options become exercisable in annual 25% increments, commencing on the date shown in Table II, Column 6.
- (5) 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.
- (6) These options become exerciseable upon the achievement of a certain performance milestone, based on the results of Abiomed's fiscal year ended March 31, 2010.

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(7) Sale of common stock pursuant to reporting owner's 10(b)5-1 plan.

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