

BOLT WILLIAM J
Form 4
July 29, 2008

FORM 4

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

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

OMB APPROVAL

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(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)

07/29/2008

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

SVP, QA and Regulatory Affairs

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 (1)	(A) or (D)	Price (7)
Common Stock, \$.01 par value	07/28/2008		M		20,000 (1)	A	\$ 6.688
Common Stock, \$.01 par value	07/28/2008		S		20,000 (1)	D	\$ 19.58

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

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information contained in this form are not
required to respond unless the form
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SEC 1474
(9-02)

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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 Date	Title Amount or Number of Shares
Stock Option (right to buy) ⁽³⁾	\$ 6.688	07/28/2008		M	20,000 ⁽¹⁾	07/01/2003 ⁽²⁾ 07/01/2009	Common Stock 20,000
Stock Option (right to buy) ⁽⁴⁾	\$ 15.563					06/28/2004 ⁽²⁾ 06/28/2010	Common Stock 40,000
Stock Option (right to buy) ⁽⁵⁾	\$ 24.12					06/22/2005 ⁽²⁾ 06/22/2011	Common Stock 25,000
Stock Option (right to buy) ⁽⁵⁾	\$ 6.75					06/25/2004 ⁽²⁾ 06/25/2012	Common Stock 50,000
Stock Option (right to buy) ⁽⁴⁾	\$ 5.11					06/25/2005 ⁽²⁾ 06/25/2013	Common Stock 16,000
Stock Option (right to buy) ⁽⁵⁾	\$ 12.3					07/01/2005 ⁽⁶⁾ 07/01/2014	Common Stock 18,000
Stock Option (right to buy) ⁽⁵⁾	\$ 9.36					06/08/2006 ⁽⁶⁾ 06/08/2015	Common Stock 30,000
Stock Option (right to buy) ⁽⁵⁾	\$ 13.57					06/01/2007 ⁽⁶⁾ 06/01/2016	Common Stock 20,000
	\$ 11.27					05/30/2008 ⁽⁶⁾ 05/30/2017	8,000

Stock
Option
(right to
buy) (5)

Common
Stock

Stock
option \$ 13.8
(right to
buy) (5)

05/23/2009⁽⁶⁾ 05/23/2018

Common
Stock 9,666

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/ Daniel J. Sutherby (by power of attorney) 07/29/2008

 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) Stock option was exercised and the underlying shares sold pursuant to a Sales Plan compliant with the requirements of SEC Rule 10B5-1.
- (2) Options were fully exercisable on the date shown.
- (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. 1992 Combination Stock Option Plan.
- (4) 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.
- (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. 2000 Stock Incentive Plan.
- (6) These options become exercisable in annual 25% increments, commencing on the date shown in Table II, Column 6.
- The weighted average price of 19.58 is a result of the following sales of shares: 100 at 19.74, 200 at 19.645, 100 at 19.64, 100 at 19.72, 300 at 19.71, 100 at 19.66, 1100 at 19.70, 3000 at 19.69, 100 at 19.63, 400 at 19.62, 6800 at 19.695, 100 at 19.68, 600 at 19.67, 2602 at 19.60, 500 at 19.40, 200 at 19.42, 100 at 19.41, 100 at 19.23, 200 at 19.33, 100 at 19.25, 100 at 19.35, 200 at 19.28, 100 at 19.29, 200 at 19.24, 100 at 19.15, 100 at 19.20, 100 at 19.18, 1000 at 19.19, 100 at 19.17, 298 at 19.16, 200 at 19.22, 12 at 19.27, 688 at 19.30.

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.