O CONNELL DESMOND JR

Form 4 April 15, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Check this box

Form 5 obligations 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 * O CONNELL DESMOND JR

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

ABIOMED INC [ABMD]

(Check all applicable)

(Last)

(Middle)

(Zip)

3. Date of Earliest Transaction (Month/Day/Year)

X Director 10% Owner Officer (give title Other (specify

C/O ABIOMED, INC., 22 CHERRY

(Street)

(State)

(First)

HILL DRIVE

(City)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person

Filed(Month/Day/Year)

04/01/2010

Form filed by More than One Reporting

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

below)

DANVERS, MA 01923

1.Title of 2. Transaction Date 2A. Deemed 6. Ownership 7. Nature of 3. 4. Securities Acquired 5. Amount of Security (Month/Day/Year) Execution Date, if Transaction(A) or Disposed of (D) Securities Form: Direct Indirect (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Code V Amount (D) Price

Common Stock, \$0.01 par

value

04/01/2010

\$ 1,453 A

10.32 66,030

(6)

D

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)

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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)	4. Transactic Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			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) (1)	\$ 16.75					07/01/2001(2)	07/01/2010	Common Stock	25,000
Stock Option (right to buy) (1)	\$ 19.69					08/09/2001 <u>(3)</u>	08/09/2010	Common Stock	5,000
Stock Option (right to buy) (1)	\$ 18.4					08/08/2002(3)	08/08/2012	Common Stock	5,000
Stock Option (right to buy) (1)	\$ 4.71					08/06/2003(3)	08/06/2013	Common Stock	5,000
Stock Option (right to buy) (1)	\$ 5.15					08/13/2004(3)	08/13/2014	Common Stock	5,000
Stock Option (right to buy) (4)	\$ 10.41					08/11/2005(3)	08/11/2014	Common Stock	8,000
Stock Option (right to buy) (4)	\$ 10.06					08/09/2006(3)	08/10/2015	Common Stock	8,000
Stock Option (right to buy) (4)	\$ 13.21					08/08/2007(3)	08/09/2016	Common Stock	8,000
	\$ 12.69					08/13/2008(3)	08/08/2017		8,000

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Stock option (right to buy) (4)				Common Stock	
Stock Option (right to buy) (5)	\$ 18.63	08/12/2009(3)	08/13/2018	Common Stock	12,000
Stock Option (right to buy) (5)	\$ 7.67	08/11/2010(3)	08/12/2019	Common Stock	12,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
F	Director	10% Owner	Officer	Other		
O CONNELL DESMOND JR C/O ABIOMED, INC. 22 CHERRY HILL DRIVE DANVERS, MA 01923	X					

Signatures

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

**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) 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, Inc. 1989 Non-Qualified Stock Option Plan for Non-Employee Directors.
- (2) This option becomes exercisable in annual 20% increments commencing on the date set forth in Table II, Column 6.
- (3) This option becomes exercisable in full on the date set forth in Table II, Column 6.
- (4) Grant to reporting person of option to buy shares of Common Stock set forth in Table II, Column 7, under the ABIOMED, Inc. 2000 Stock Incentive Plan.
- (5) Grant to reporting person of option to buy shares of Common Stock set forth in Table II, Column 7, under the ABIOMED, Inc. 2008 Stock Incentive Plan.
- (6) This stock was issued to the Reporting Person in lieu of an annual retainer of \$15,000.

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.

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