

AMEDISYS INC
Form 4
March 11, 2009

FORM 4

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

OMB APPROVAL

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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 *
NETTERVILLE JACK L

(Last) (First) (Middle)

5959 S. SHERWOOD FOREST BLVD.

(Street)

BATON ROUGE, LA 70816

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AMEDISYS INC [AMED]

3. Date of Earliest Transaction (Month/Day/Year)
03/05/2009

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)

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 03/05/2009 | | M | | 7,200 | A | \$ 3.85 |
| Common Stock | 03/05/2009 | | M | | 3,467 | A | \$ 3.85 |
| Common Stock | 03/05/2009 | | M | | 13,334 | A | \$ 4.5 |
| Common Stock | 03/05/2009 | | M | | 13,334 | A | \$ 7.46 |
| Common Stock | 03/05/2009 | | M | | 13,334 | A | \$ 4.24 |
| | | | | | | | 29,106 |
| | | | | | | | 32,573 |
| | | | | | | | 45,907 |
| | | | | | | | 59,241 |
| | | | | | | | 72,575 |

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

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(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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy) ⁽¹⁾ | \$ 3.85 | 03/05/2009 | | M | 7,200 | ⁽⁶⁾ 08/31/2010 | Common Stock | 7,200 |
| Stock Option (Right to Buy) ⁽²⁾ | \$ 3.85 | 03/05/2009 | | M | 3,467 | ⁽⁶⁾ 08/31/2010 | Common Stock | 3,467 |
| Stock Option (Right to Buy) ⁽³⁾ | \$ 4.5 | 03/05/2009 | | M | 13,334 | ⁽⁶⁾ 06/30/2011 | Common Stock | 13,334 |
| Stock Option (Right to Buy) ⁽⁴⁾ | \$ 7.46 | 03/05/2009 | | M | 13,334 | ⁽⁶⁾ 06/30/2012 | Common Stock | 13,334 |
| Stock Option (Right to Buy) ⁽⁵⁾ | \$ 4.24 | 03/05/2009 | | M | 13,334 | ⁽⁶⁾ 06/30/2013 | Common Stock | 13,334 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| NETTERVILLE JACK L 5959 S. SHERWOOD FOREST BLVD. | | X | | |

BATON ROUGE, LA 70816

Signatures

/s/ Celeste Rasmussen Peiffer on behalf of Jake L. Netterville pursuant to a power of attorney

03/11/2009

__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) This option was previously reported as covering a total of 5,400 shares at an exercise price of \$5.13 per share, but was adjusted to 7,200 shares at an exercise price of \$3.85 per share as a result of the 4-for-3 stock split of the issuer's stock that occurred on December 4, 2006.
- (2) This option was previously reported as covering a total of 2,600 shares at an exercise price of \$5.13 per share, but was adjusted to 3,467 shares at an exercise price of \$3.85 per share as a result of the 4-for-3 stock split of the issuer's stock that occurred on December 4, 2006.
- (3) This option was previously reported as covering a total of 10,000 shares at an exercise price of \$6.00 per share, but was adjusted to 13,334 shares at an exercise price of \$4.50 per share as a result of the 4-for-3 stock split of the issuer's stock that occurred on December 4, 2006.
- (4) This option was previously reported as covering a total of 10,000 shares at an exercise price of \$9.95 per share, but was adjusted to 13,334 shares at an exercise price of \$7.46 per share as a result of the 4-for-3 stock split of the issuer's stock that occurred on December 4, 2006.
- (5) This option was previously reported as covering a total of 10,000 shares at an exercise price of \$5.65 per share, but was adjusted to 13,334 shares at an exercise price of \$4.24 per share as a result of the 4-for-3 stock split of the issuer's stock that occurred on December 4, 2006.
- (6) This option was 100% vested and exercisable as of the date of this report.

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.