ABIOMED INC
Form 4
April 30, 2015

FORM 4

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

OMB APPROVAL

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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 *
LATAIF LOUIS E

(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)
04/29/2015

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

__X__ Director _____ 10% Owner
_____ Officer (give title below) _____ Other (specify below)

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	(A) or (D)	Price			
Common Stock, $0.01 par value	04/29/2015		M(5)		25,000 (5)	A	$ 10.03	59,175	D	
Common Stock, $0.01 par value	04/29/2015		M(5)		8,000 (5)	A	$ 13.21	67,175	D	
Common Stock, $0.01 par value	04/29/2015		M(5)		8,000 (5)	A	$ 12.69	75,175	D	

Common Stock, $0.01 par value	04/29/2015		M [(5)]	12,000 [(5)]	A	$ 18.63	87,175	D
Common Stock, $0.01 par value	04/29/2015		M [(5)]	12,000 [(5)]	A	$ 7.67	99,175	D
Common Stock, $0.01 par value	04/29/2015		M [(5)]	12,000 [(5)]	A	$ 9.99	111,175	D

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

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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	Title	Amount or Number of Shares
Stock Option (right to buy) [(1)]	$ 10.03	04/29/2015		M [(5)]			25,000 [(5)]	09/29/2006 [(2)]	09/29/2016	Common Stock	25,000
Stock Option (right to buy) [(1)]	$ 13.21	04/29/2015		M [(5)]			8,000 [(5)]	08/08/2007 [(3)]	08/09/2016	Common Stock	8,000
Stock option (right to buy) [(1)]	$ 12.69	04/29/2015		M [(5)]			8,000 [(5)]	08/13/2008 [(3)]	08/08/2017	Common Stock	8,000
Stock Option (right to	$ 18.63	04/29/2015		M [(5)]			12,000 [(5)]	08/12/2009 [(3)]	08/13/2018	Common Stock	12,000

buy) (4)									
Stock Option (right to buy) (4)	$ 7.67	04/29/2015		M(5)	12,000 (5)	08/11/2010(3)	08/12/2019	Common Stock	12,00
Stock Option (right to buy) (4)	$ 9.99	04/29/2015		M(5)	12,000 (5)	08/10/2011(3)	08/11/2020	Common Stock	12,00

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LATAIF LOUIS E C/O ABIOMED, INC. 22 CHERRY HILL DRIVE DANVERS, MA 01923	X			

Signatures

/s/ Stephen C. McEvoy (by power of attorney)	04/30/2015
**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 shares of Common Stock set forth in Table II, Column 7, under the ABIOMED, Inc. 2000 Stock Incentive Plan.

(2) These options become exerciseable in annual 20% increments commending on the date shown in Table II, Column 6.

(3) This option becomes exerciseable in full on the date set forth in Table II, Column 6.

(4) 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. 2008 Stock Incentive Plan.

(5) This transaction represents shares of common stock acquired through a cash purchase stock option exercise in which the acquired shares were subsequently held by the reporting person.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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