

BOLT WILLIAM J  
Form 4  
May 26, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
BOLT WILLIAM J

2. Issuer Name and Ticker or Trading Symbol  
ABIOMED INC [ABMD]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
C/O ABIOMED, INC., 22 CHERRY HILL DRIVE  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
05/24/2011

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
SVP, QA and Regulatory Affairs

DANVERS, MA 01923

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

(City) (State) (Zip)

**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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
|                                 |                                      |  | Code                           | V Amount (D) Price  |   |  |  |
| Common Stock, \$.01 par value   | 05/24/2011                           |  | F(7)                           | 1,073 D \$ 17.9501  | 89,394  | 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)

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

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

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                                |       |
|--|---------------|-----------|--------------------------------|-------|
|  | Director      | 10% Owner | Officer                        | Other |
| BOLT WILLIAM J<br>C/O ABIOMED, INC.<br>22 CHERRY HILL DRIVE<br>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 exercisable 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.

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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