

Weber David M
Form 4
January 29, 2019

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

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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 *
Weber David M

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

3. Date of Earliest Transaction (Month/Day/Year)
01/25/2019

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

Chief Operating Officer

(Street)
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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock, \$.01 par value | 01/25/2019 | | M ⁽⁵⁾ | | 14,000 ⁽⁵⁾ | A | \$ 22.44 |
| Common Stock, \$.01 par value | 01/25/2019 | | M ⁽⁵⁾ | | 10,000 ⁽⁵⁾ | A | \$ 23.15 |
| Common Stock, \$.01 par value | 01/25/2019 | | S ⁽⁶⁾ | | 10,195 ⁽⁶⁾ | D | \$ 350.3718 ⁽⁷⁾ |

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| | | | | | | | | |
|--|------------|------------------|---------------------|---|------------------------|---------|---|----------|
| Common Stock, \$.01 par value | 01/25/2019 | S ⁽⁶⁾ | <u>5,965</u> (6) | D | \$ 351.4603 (8) | 155,682 | D | |
| Common Stock, \$.01 par value | 01/25/2019 | S ⁽⁶⁾ | <u>4,850</u> (6) | D | \$ 352.6305 (9) | 150,832 | D | |
| Common Stock, \$.01 par value | 01/25/2019 | S ⁽⁶⁾ | <u>2,990</u> (6) | D | \$ 353.3219 (10) | 147,842 | D | |
| Common Stock, \$.01 par value | | | | | | 15,497 | I | By Trust |

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)

| 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) | Amount or Number of Shares | |
|---|--|---|---|--------------------------------------|--|--|---|-------------------------------------|--------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Stock Option (right to buy) ⁽²⁾ | \$ 22.44 | 01/25/2019 | | M ⁽⁵⁾ | 14,000 (5) | 05/22/2013 ⁽¹⁾ | 05/22/2022 | Common Stock | 14,000 |
| Stock Option (Right to Buy) ⁽²⁾ | \$ 23.15 | 01/25/2019 | | M ⁽⁵⁾ | 10,000 (5) | 05/14/2014 ⁽¹⁾ | 05/14/2023 | Common Stock | 10,000 |
| Stock Option (Right to | \$ 21.55 | | | | | 05/14/2015 ⁽³⁾ | 05/14/2024 | Common Stock | 0 |

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request by the Commission staff, the Issuer, or a security holder of the Issuer.

(8) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$351.0200 and \$351.9600. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer, or a security holder of the Issuer.

(9) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$352.0200 and \$352.9550. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer, or a security holder of the Issuer.

(10) This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$353.0000 and \$353.5700. Detailed information regarding the number of shares sold at each separate price will be provided upon request by the Commission staff, the Issuer, or a security holder of the Issuer.

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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