

Clemmer James C  
Form 4  
July 28, 2017

**FORM 4**

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

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Clemmer James C

(Last) (First) (Middle)

14 PLAZA DRIVE

(Street)

LATHAM, NY 12110

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
ANGIODYNAMICS INC [ANGO]

3. Date of Earliest Transaction  
(Month/Day/Year)  
07/26/2017

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)

President and CEO

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Ownership<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|---|---|--------------------------------------|---|--|--|--|
| Common<br>Stock                       | 07/26/2017                              |   | A                                    | (A)<br>or<br>(D)<br>Amount<br>22,092<br>(1)                         | \$ 0   | 113,775  | D  |
| Common<br>Stock                       | 07/27/2017                              |   | F                                    | (2)<br>Amount<br>1,958  | \$<br>16.36  | 111,817  | D  |

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

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information contained in this form are not  
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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 Underlying Security (Instr. 3 and 4) |                 |              |                     |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|---|-----------------|--------------|---------------------|
|  |  |                                      |  | Code                           | V   | (A)  | (D) | Date Exercisable                                  | Expiration Date | Title        | Underlying Security |
| Non-Qualified Stock Option (right to buy)  | \$ 16.55   | 07/26/2017                           |  | A                              |   | 77,627   |     | 07/26/2018 <sup>(3)</sup>                         | 07/26/2027      | Common Stock |                     |
| Performance Right                          | <sup>(4)</sup>   | 07/26/2017                           |  | A                              |   | 44,184   |     | <sup>(4)</sup>                                    | <sup>(4)</sup>  | Common Stock |                     |

## Reporting Owners

| Reporting Owner Name / Address                        | Relationships                    |
|---|----------------------------------|
|   | Director 10% Owner Officer Other |
| Clemmer James C<br>14 PLAZA DRIVE<br>LATHAM, NY 12110 | X President and CEO              |

## Signatures

/s/ Stephen A Trowbridge, Attorney  
in Fact 07/28/2017

                     \*\*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 acquisition of 22,092 shares of common stock ("Common Stock") of AngioDynamics, Inc. represents 22,092 restricted stock units, each of which represents a contingent right to receive one share of Common Stock. These restricted stock units vest in four equal annual installments beginning on July 26, 2018, such that 25% of the restricted stock units will vest on each of July 26, 2018, 2019, 2020 and 2021.

(2) The exempt disposition of 1,958 shares of Common Stock was made to satisfy tax withholding obligations in connection with the pre-determined vesting of shares underlying restricted stock units granted to the reporting person on July 27, 2016.

(3) These stock options vest in four equal annual installments beginning on July 26, 2018, such that 25% of the options will vest on each of July 26, 2018, 2019, 2020 and 2021.

(4) Each performance right represents a contingent right to receive one share of Common Stock. The target number of shares of Common Stock is set forth in columns 5 and 7 of Table II. Between 0% and 200% of the target number will be earned based on total shareholder return relative to a peer group of companies over a three-year performance period ending May 31, 2020. Any shares that do not vest at the end of the performance period will be forfeited.

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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