

BOLT WILLIAM J
Form 4
March 16, 2012

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 *
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)

DANVERS, MA 01923

(City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
03/15/2012

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

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

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) | Price | | |
| Common Stock, \$.01 par value | 03/15/2012 | | M | 8,000 | A \$ 5.11 | 102,787 | D |
| Common Stock, \$.01 par value | 03/15/2012 | | M | 9,000 | A \$ 5.86 | 111,787 | D |
| Common Stock, \$.01 par value | 03/15/2012 | | S ⁽⁷⁾ | 17,000 | D \$ 22.15 | 94,787 | D |

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 (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) ⁽²⁾ | \$ 15.563 | | | | | 06/28/2004 ⁽¹⁾ 06/28/2010 | Common Stock 40,000 |
| Stock Option (right to buy) ⁽³⁾ | \$ 24.12 | | | | | 06/22/2005 ⁽¹⁾ 06/22/2011 | Common Stock 25,000 |
| Stock Option (right to buy) ⁽²⁾ | \$ 5.11 | 03/15/2012 | | M | 8,000 | 06/25/2005 ⁽¹⁾ 06/25/2013 | Common Stock 8,000 |
| Stock Option (right to buy) ⁽³⁾ | \$ 12.3 | | | | | 07/01/2005 ⁽⁴⁾ 07/01/2014 | Common Stock 18,000 |
| Stock Option (right to buy) ⁽³⁾ | \$ 9.36 | | | | | 06/08/2006 ⁽⁴⁾ 06/08/2015 | Common Stock 30,000 |
| Stock Option (right to buy) ⁽³⁾ | \$ 13.57 | | | | | 06/01/2007 ⁽⁴⁾ 06/01/2016 | Common Stock 20,000 |
| Stock Option (right to buy) ⁽³⁾ | \$ 11.27 | | | | | 05/30/2008 ⁽⁴⁾ 05/30/2017 | Common Stock 8,000 |

| | | | | | | | | |
|--|----------|------------|---|-------|---------------------------|------------|--------------|--------|
| Stock option (right to buy) ⁽³⁾ | \$ 13.8 | | | | 05/23/2009 ⁽⁴⁾ | 05/23/2018 | Common Stock | 9,666 |
| Stock Option (right to buy) ⁽⁵⁾ | \$ 5.86 | 03/15/2012 | M | 9,000 | 05/28/2010 ⁽⁴⁾ | 05/28/2019 | Common Stock | 9,000 |
| Stock Option (right to buy) ⁽⁵⁾ | \$ 5.86 | | | | 03/31/2010 ⁽⁶⁾ | 05/28/2019 | Common Stock | 18,000 |
| Stock Option (right to buy) ⁽⁵⁾ | \$ 10.03 | | | | 06/03/2011 ⁽⁴⁾ | 06/03/2020 | Common Stock | 30,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| BOLT WILLIAM J C/O ABIOMED, INC. 22 CHERRY HILL DRIVE DANVERS, MA 01923 | | | SVP, QA and Regulatory Affairs | |

Signatures

/s/ Ian W. McLeod (by power of attorney) 03/16/2012

__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 became fully exercisable on March 31, 2010.
- (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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