

ABIOMED INC  
Form 4  
March 25, 2015

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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**

(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)  
**03/23/2015**

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)  
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 Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock, \$.01 par	03/23/2015		A		18,000	A	\$ 0 <sup>(4)</sup> 99,228
Common Stock, \$.01 par	03/23/2015		F		4,352	D	\$ 61.43 94,876

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>	\$ 13.8					05/23/2009 <sup>(1)</sup> 05/23/2018	Common Stock	0
Stock Option (right to buy) <sup>(2)</sup>	\$ 10.03					06/03/2011 <sup>(1)</sup> 06/03/2020	Common Stock	0
Stock Option (right to buy) <sup>(2)</sup>	\$ 22.44					05/22/2013 <sup>(1)</sup> 05/22/2022	Common Stock	0
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 23.15					05/14/2014 <sup>(1)</sup> 05/14/2023	Common stock	0
Stock Option (Right to Buy) <sup>(2)</sup>	\$ 21.55					05/14/2015 <sup>(3)</sup> 05/14/2024	Common Stock	0

## 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/ Stephen C. McEvoy (by power of attorney)

03/25/2015

\_\_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) These options become exercisable in annual 25% increments, commencing on the date shown in Table II, Column 6.

(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. 2008 Stock Incentive Plan.

(3) These options become exercisable in annual 33-1/3% increments, commencing on the date shown in Table II, Column 6.

These performance-based awards of restricted stock units were granted to this reporting person on May 14, 2014. One half of these  
(4) restricted stock units vested on March 23, 2015 (into an equal number of shares of common stock) upon the issuer's achievement of a certain regulatory milestone with the remaining vesting on the first anniversary of such achievement.

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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