Edgar Filing: ABIOMED INC - Form 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 Fi chlicotions	ATEMENT OF ed pursuant to S on 17(a) of the 1	S SECURITIES AN Washington, I F CHANGES IN B SECURI Section 16(a) of the Public Utility Holdi of the Investment C	D.C. 20549 ENEFICIA TIES Securities E ng Compan	LOWN Exchange y Act of 1	ERSHIP OF Act of 1934, 935 or Section	OMB Number: Expires: Estimated a burden hour response		
(Print or Type Responses)								
1. Name and Address of Re LEDERMAN DAVID	2. Issuer Name and T Symbol ABIOMED INC [4		0	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) (First)	(Middle)	3. Date of Earliest Transaction				an applicable)		
C/O ABIOMED, INC HILL DRIVE	(Month/Day/Year) 04/04/2005	4/2005			_X_ Director _10% Owner Officer (give title Other (specify below)			
(Street)	4. If Amendment, Date				6. Individual or Joint/Group Filing(Check			
DANVERS, MA 0192	3	Filed(Month/Day/Year)		-	Applicable Line) X_ Form filed by Or Form filed by Mo Person			
(City) (State)	(Zip)	Table I - Non-De	rivative Secu	rities Acqui	red, Disposed of,	or Beneficial	y Owned	
1.Title of 2. Transacti Security (Month/Day (Instr. 3)	any	Date, if Transaction	. Securities Ac r Disposed of Instr. 3, 4 and 3 (A) or Amount (D)	(D)	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)	
Stock, 04/04/200 \$.01 par value	5	S 5 (7	5,000 7) D	\$ 10.2906	994,971	Ι	By Wife	
Common Stock, \$.01 par value					781,279	D		

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

Persons who respond to the collection of
information contained in this form are not
required to respond unless the formSEC 1474
(9-02)

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displays a currently valid OMB control number.

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. Transactio Code (Instr. 8)	5. onNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			7. Title and A Underlying S (Instr. 3 and 4	ecurities	8] (
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 7					07/12/2001 <u>(2)</u>	07/12/2009	Common Stock	130,000	
Stock Option (right to buy)	\$ 15.56					06/28/2002 <u>(3)</u>	06/28/2010	Common Stock	100,000	
Stock Option (right to buy)	\$ 24.12					06/22/2003 <u>(4)</u>	06/22/2011	Common Stock	50,000	
Stock Option (right to buy)	\$ 6.75					06/25/2004 <u>(5)</u>	06/25/2012	Common Stock	50,000	
Stock Option (right to buy)	\$ 12.3					07/01/2005 <u>(6)</u>	07/01/2014	Common Stock	50,000	

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
LEDERMAN DAVID M C/O ABIOMED, INC. 22 CHERRY HILL DRIVE DANVERS, MA 01923	Х					

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Signatures

/s/ Charles B. Haaser (attorney-in-fact)

04/06/2005

**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 reporting person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for the purposes of Section 16 or any other purposes.
- (2) Grant to reporting person of option to buy 130,000 shares of Common Stock under ABIOMED, Inc. 1998 Equity Incentive Plan. The option will become exercisable in 25% annual increments beginning 7/12/01.

Grant to reporting person of option to buy 100,000 shares of Common Stock under ABIOMED, Inc. 1998 Equity Incentive Plan. The
(3) option will become exercisable as follows: 30% will become exercisable on each of 6/28/02 and 6/28/03 and an additional 40% will become exercisable on 6/28/04.

Grant to reporting person of option to buy 50,000 shares of Common Stock under the ABIOMED, Inc. 2000 Stock Incentive Plan. The
(4) option will become exercisable as follows: 30% will become exercisable on each of 6/22/03 and 6/22/04 and an additional 40% will become exercisable on 6/22/05.

Grant to reporting person of option to buy 50,000 shares of Common Stock under the ABIOMED, Inc. 2000 Stock Incentive Plan. The
(5) option will become exercisable as follows: 30% will become exercisable on each of 6/25/04 and 6/25/05 and an additional 40% will become exercisable on 6/25/06.

(6) Grant to reporting person of option to buy 50,000 shares of Common Stock under the ABIOMED, Inc. 2000 Stock Incentive Plan. The option will become exercisable in annual 25% increments, commencing on the date shown in Table II, Column 6.

(7) Stock was sold pursuant to a Sales Plan compliant with the requirements of SEC Rule 10b5-1.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.