ABIOMED INC Form 4 May 11, 2015

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * MINOGUE MICHAEL R			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)	3. Date of Earliest Transaction	()
C/O ABIOMED, INC.,, 22 CHERRY HILL DRIVE		2	(Month/Day/Year) 05/07/2015	X Director 10% OwnerX Officer (give title Other (specify below) President, CEO, Chairman
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check
DANVERS, M	A 01923		Filed(Month/Day/Year)	Applicable Line) _X_ 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**.Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 6. 7. Natur

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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) our Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Camanan			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock \$.01 par value	05/07/2015		M	42,798	A	\$ 11.27	375,270	D	
Common Stock \$.01 par value	05/07/2015		S(5)	32,641 (<u>5)</u>	D	\$ 69.9971 (6)	342,629	D	
Common Stock \$.01 par value	05/07/2015		S(5)	5,036 (<u>5)</u>	D	\$ 70.8091 <u>(7)</u>	337,593	D	
Common Stock \$.01	05/07/2015		S(5)	3,215 (5)	D	\$ 71.8459	334,378	D	

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par value				(8)		
Common Stock \$.01 05/07/2015 par value	S <u>(5)</u>	1,596 (5)	D	\$ 72.9808 <u>(9)</u>	332,782	D
Common Stock \$.01 05/07/2015 par value	S(5)	310 (5)	D	\$ 73.7356 (10)	332,472	D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(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)	Secu Acqu or D: (D)	rities uired (A) isposed of r. 3, 4,	6. Date Exercisab 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	Amoun or Numbe of Share
Stock Option (right to buy) (1)	\$ 13.57						06/01/2007	06/01/2016	Common Stock	0
Stock Option (right to buy) (1)	\$ 11.27	05/07/2015		M		42,798	05/30/2008	05/30/2017	Common Stock	42,79
Stock Option (right to buy) (1)	\$ 13.8						05/23/2009(2)	05/23/2018	Common Stock	0
Stock Option (right to buy) (3)	\$ 18.63						06/15/2009(4)	08/13/2018	Common Stock	0
Stock Option (right to	\$ 5.86						05/28/2010(2)	05/28/2019	Common Stock	0

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buy) (3)					
Stock Option (right to buy) (3)	\$ 5.86	05/28/2010(2)	05/28/2019	Common Stock	0
Stock Option (right to buy) (3)	\$ 10.03	06/03/2011(2)	06/03/2020	Common Stock	0
Stock Option (Right to Buy) (3)	\$ 22.44	05/22/2013(2)	05/22/2022	Common Stock	0
Stock Option (Right to Buy) (3)	\$ 23.15	05/14/2014(2)	05/14/2024	Common stock	0
Stock Option (right to buy) (3)	\$ 21.55	05/14/2015	05/14/2024	Common Stock	0

Reporting Owners

Reporting Owner Name / Address	Relationships				
	Director	10% Owner	Officer	Other	
MINOGUE MICHAEL R C/O ABIOMED, INC., 22 CHERRY HILL DRIVE DANVERS, MA 01923	X		President, CEO, Chairman		
Cianaturas					

Signatures

/s/ Stephen C. McEvoy (by power of attorney) 05/11/2015

**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) Grant to reporting person of option to buy shares of Common Stock under the ABIOMED, Inc. 2000 Stock Incentive Plan.
- (2) These options become exercisable in annual 25% increments, commencing on the date shown in Table II, Column 6.
- (3) Grant to reporting person of option to buy the number of shares of Common Stock set forth in Table II, Column 7, under the ABIOMED, Inc. 2008 Stock Incentive Plan.
- (4) These options become exercisable based on the achievement of certain performance milestones.

Reporting Owners 3

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- (5) Sale of common stock pursuant to reporting owner's 10b5-1 plan.
- This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between
- (6) \$69.5000 and \$70.4900. 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.
- This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$70.5000 and \$71.3800. 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.
- This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$71.5200 and \$72.3400. 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.
- This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between \$72.3900 and \$73.3400. 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.
- This price represents the weighted average sale price of multiple transactions on the reported date at prices that ranged between (10) \$73.4100 and \$73.9000. 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. 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.