

AMEDISYS INC  
Form 4  
February 24, 2010

**FORM 4**

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

OMB APPROVAL

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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 \*  
**BORNE WILLIAM F**

(Last) (First) (Middle)

**5959 S. SHERWOOD FOREST  
BLVD.**

(Street)

**BATON ROUGE, LA 70816**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**AMEDISYS INC [AMED]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**02/23/2010**

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)  
**Chief Executive Officer / Chairman of the Board**

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	02/23/2010 <sup>(1)</sup>		S <sup>(1)</sup>	12,500 D	\$ 61.028	145,550	D
Common Stock	02/23/2010 <sup>(1)</sup>		M <sup>(1)</sup>	6,553 A	\$ 0	152,103	D
Common Stock	02/23/2010 <sup>(1)</sup>		S <sup>(1)</sup>	6,553 D	\$ 60.4582	145,550	D
Common Stock	02/23/2010 <sup>(1)</sup>		M <sup>(1)</sup>	5,947 A	\$ 0	151,497	D
Common Stock	02/23/2010 <sup>(1)</sup>		S <sup>(1)</sup>	5,947 D	\$ 59.7037	145,550	D

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Common Stock	19,130	I	Through 401(k)
Common Stock	15,000 <sup>(2)</sup>	I	By Spouse
Common Stock	15,000 <sup>(2)</sup>	I	By William F. Borne Family Trust

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 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)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Stock Option (Right to Buy)	\$ 11.29 <sup>(5)</sup>	02/23/2010 <sup>(1)</sup>		M <sup>(1)</sup>	6,553	01/01/2005 <sup>(3)</sup> 12/31/2013	Common Stock	6,553
Stock Option (Right to Buy)	\$ 24.39 <sup>(6)</sup>	02/23/2010 <sup>(1)</sup>		M <sup>(1)</sup>	5,947	01/01/2006 <sup>(4)</sup> 12/31/2014	Common Stock	5,947

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BORNE WILLIAM F 5959 S. SHERWOOD FOREST BLVD.	X		Chief Executive Officer	Chairman of the Board

BATON ROUGE, LA 70816

## Signatures

/S/ Celeste R. Peiffer on behalf of William F. Borne pursuant to a Power of Attorney

02/24/2010

\_\_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) The option exercises and stock sales reported on this Form 4 were effected pursuant to a 10b5-1 trading plan previously adopted by the reporting person.
- (2) The reporting person disclaims beneficial ownership of these securities. This report shall not be deemed an admission of beneficial ownership of these securities, for purposes of Section 16 or for other purposes.
- (3) Exercisable in equal, one-third increments on January 1, 2005, 2006 and 2007
- (4) Exercisable in equal, one-third increments on January 1, 2006, 2007 and 2008
- (5) This option was previously reported as covering a total 41,165 shares at an exercise price of \$15.05 per share, but was adjusted to 54,887 shares at an exercise price of \$11.29 per share as a result of the 4-for-3 stock split of Amedisys, Inc.'s common stock that occurred on December 4, 2006. All ownership totals are reported on a split-adjusted basis.
- (6) This option was previously reported as covering a total 51,036 shares at an exercise price of \$32.52 per share, but was adjusted to 68,048 shares at an exercise price of \$24.39 per share as a result of the 4-for-3 stock split of Amedisys, Inc.'s common stock that occurred on December 4, 2006. All ownership totals are reported on a split-adjusted basis.

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.