ABIOMED INC Form 4 April 03, 2006

FORM 4

OMB APPROVAL

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

OMB Number: 3235-0287

if no longer subject to Section 16. Form 4 or

Check this box

Expires: January 31, 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per

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

response... 0.5

1(b).

Common

par value

Stock, \$.01

03/31/2006

(Print or Type Responses)

1. Name and Address of Reporting Person <u>*</u> PUHY DOROTHY E			2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer			
				ED INC	_			(Che	ck all applicable	e)
(Last)	(First) (N	Middle)	3. Date of	Earliest Tr	ansaction					
			(Month/Day/Year)				_X_ Director		Owner	
C/O ABIO	MED, INC., 22 CI VE	HERRY	03/31/20	006				Officer (give below)	below)	er (specify
(Street)			4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
DANIVED 6	S. MA 01022		Filed(Mon	th/Day/Year)			Applicable Line) _X_ Form filed by Form filed by l	One Reporting Pe	
DANVERS	S, MA 01923							Person		
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securi	ties Acq	quired, Disposed o	f, or Beneficial	lly Owned
1.Title of	2. Transaction Date	e 2A. Dee	med	3.	4. Securi	ties Ac	quired	5. Amount of	6. Ownership	7. Nature of
Security	(Month/Day/Year)	Execution	on Date, if	Transactio	on(A) or Di	sposed	l of	Securities	Form: Direct	Indirect
(Instr. 3)		any		Code	(D)			Beneficially	(D) or	Beneficial
		(Month/	Day/Year)	(Instr. 8)	(Instr. 3,	4 and :	5)	Owned	Indirect (I)	Ownership
								Following	(Instr. 4)	(Instr. 4)
						(A)		Reported		
						or		Transaction(s)		
				Code V	Amount	(D)	Price	(Instr. 3 and 4)		

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

Α

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

SEC 1474

(9-02)

D

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1,162 A \$ 4,105

Edgar Filing: ABIOMED INC - Form 4

8. De

(Ir

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. Transactic Code (Instr. 8)	5. orNumber 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy) (1)	\$ 5.4					06/26/2004(2)	06/26/2013	Common Stock	25,000
Stock Option (right to buy) (1)	\$ 5.15					08/13/2004(3)	08/13/2013	Common Stock	5,000
Stock Option (right to buy) (4)	\$ 10.41					08/11/2005(3)	08/11/2014	Common Stock	8,000
Stock Option (right to buy) (4)	\$ 10.06					08/09/2006(3)	08/10/2015	Common Stock	8,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
r g	Director	10% Owner	Officer	Other			
PUHY DOROTHY E C/O ABIOMED, INC. 22 CHERRY HILL DRIVE DANVERS, MA 01923	X						

Signatures

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

**Signature of Reporting Person Date

Reporting Owners 2

Edgar Filing: ABIOMED INC - Form 4

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 the number of shares of Common Stock set forth in Table II, Column 7, under the ABIOMED, Inc. 1989 Non-Qualified Stock Option Plan for Non-Employee Directors.
- (2) This option becomes exercisable in annual 20% increments commencing on the date set forth in Table II, Column 6.
- (3) This option becomes exercisable in full on the date set forth in Table II, Column 6.
- (4) 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. 2000 Stock Incentive Plan.

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.