

E-Z-EM, Inc.
Form 4
April 02, 2008

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
GRAHAM PETER J

(Last) (First) (Middle)

1111 MARCUS AVENUE, SUITE LL-26

(Street)

LAKE SUCCESS, NY 110421034

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
E-Z-EM, Inc. [EZEM]

3. Date of Earliest Transaction (Month/Day/Year)
04/01/2008

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 - Chief Legal Officer

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) Code V Amount (D) Price			
Common Stock	04/01/2008		D	20,447 D 0.00	0	D	
Common Stock	04/01/2008		D	8,447 D 0.00	0	I	By Daughter
Common Stock	04/01/2008		D	16,447 D 0.00	0	I	By Son
Common Stock	04/01/2008		D	159,887 D 0.00	0	I	By Spouse
Common Stock	04/01/2008		D	221,240 D 0.00	0	I	Jointly with Spouse

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

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SEC 1474
(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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Common Stock Option ⁽²⁾	\$ 3.64	04/01/2008		D	3,650	07/29/2000 ⁽³⁾ 07/28/2009	Common Stock 3,650
Common Stock Option ⁽²⁾	\$ 3.17	04/01/2008		D	19,167	10/30/2002 ⁽⁵⁾ 10/29/2011	Common Stock 19,167
Common Stock Option ⁽⁶⁾	\$ 14.23	04/01/2008		D	10,000	01/17/2005 11/14/2014	Common Stock 10,000
Common Stock Option ⁽⁶⁾	\$ 14.48	04/01/2008		D	13,000	06/02/2006 06/01/2015	Common Stock 13,000
Common Stock Option ⁽⁶⁾	\$ 17.49	04/01/2008		D	15,000	05/16/2006 05/15/2016	Common Stock 15,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GRAHAM PETER J 1111 MARCUS AVENUE SUITE LL-26 LAKE SUCCESS, NY 110421034			SVP - Chief Legal Officer	

Signatures

By: Joseph A. Cacchioli, as
Attorney-In-Fact

04/02/2008

__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) Disposed of pursuant to the Agreement and Plan of Merger by and among the issuer, Bracco Diagnostics, Inc., Eagle Acquisition Sub, Inc. and, for limited purposes, Bracco Imaging S.p.A. in exchange for a cash payment of \$21.00 per share.
- (2) Options granted under E-Z-EM's Employee Stock Option Plan.
- (3) Options are exercisable 1/3 per year commencing July 29, 2000.
- (4) This option was cancelled in the merger in exchange for a cash payment equal to the difference between the merger consideration of \$21.00 per share and the exercise price per share multiplied by the number of shares subject to the option.
- (5) Options are exercisable 25% per year commencing October 30, 2002.
- (6) Options granted under E-Z-EM's 2004 Stock and Incentive Award 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.