ABIOMED INC Form 4 August 10, 2007

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.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Expires: January 31, 2005
Estimated average burden hours per

Section 16. 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

SECURITIES

response... 0.5

1(b).

Stock, \$.01

par value

(Print or Type Responses)

| 1. Name and Address of Reporting Person * DOLLENS RONALD W | | | Issuer Name and Ticker or Trading Symbol | | | 5. Relationship of Reporting Person(s) to Issuer | | | | |
|--|----------------------|-----------|--|-------------|-------------|--|---|----------------------------|----------------------|--|
| | | | ABIOMED INC [ABMD] | | | | (Check all applicable) | | | |
| (Last) (First) (Middle) | | Middle) | 3. Date of Earliest Transaction | | | | | | | |
| | | | (Month/Day/Year) | | | | _X_ Director | | 6 Owner | |
| C/O ABION HILL DRIV | MED, INC., 22 C E | HERRY | 08/08/20 | 007 | | | below) | ve title Oth below) | er (specify | |
| (Street) | | | 4. If Amendment, Date Original | | | | 6. Individual or Joint/Group Filing(Check | | | |
| | | | Filed(Month/Day/Year) | | | | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting | | | |
| DANVERS, | , MA 01923 | | | | | | Person | More than One Ro | eporting | |
| (City) | (State) | (Zip) | Table | e I - Non-D | erivative S | Securities Ac | quired, Disposed | of, or Beneficia | lly Owned | |
| 1.Title of | 2. Transaction Dat | e 2A. Dee | med | 3. | 4. Securi | ties | 5. Amount of | 6. Ownership | 7. Nature of | |
| Security | (Month/Day/Year) | Execution | on Date, if | Transaction | onAcquired | l (A) or | Securities | Form: Direct | Indirect | |
| (Instr. 3) | | any | | Code | Disposed | l of (D) | Beneficially | (D) or | Beneficial | |
| | | (Month/ | Day/Year) | (Instr. 8) | (Instr. 3, | ŕ | Owned Following Reported | Indirect (I) (Instr. 4) | Ownership (Instr. 4) | |
| | | | | | | (A) | Transaction(s) | | | |
| | | | | Code V | Amount | or (D) Price | (Instr. 3 and 4) | | | |
| Common | | | | | | | | | | |

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 form displays a currently valid OMB control number.

SEC 1474

(9-02)

D

1,544

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

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| 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 Exercisab Expiration Date (Month/Day/Year | | 7. Title and A Underlying S (Instr. 3 and | Securities |
|---|---|--------------------------------------|---|---|---|---|--------------------|---|-------------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (right to buy) (1) | \$ 10.27 | | | | | 01/13/2007(2) | 01/13/2016 | Common Stock | 25,000 |
| Stock Option (right to buy) (1) | \$ 13.21 | | | | | 08/08/2007(3) | 08/09/2016 | Common Stock | 8,000 |
| Stock Option (right to buy) (1) | \$ 12.69 | 08/08/2007 | | A | 8,000 | 08/13/2008(3) | 08/08/2017 | Common Stock | 8,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|---------|-------|--|--|
| | Director | 10% Owner | Officer | Other | | |
| DOLLENS RONALD W C/O ABIOMED, INC. 22 CHERRY HILL DRIVE DANVERS, MA 01923 | X | | | | | |

Signatures

/s/ Carrie-Ann Powierza (by power of attorney) 08/10/2007

**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 20% increments commencing on the date shown in Table II, Column 6.
- (3) This option becomes exercisable in full on the date set forth in Table II, Column 6.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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