

BOLT WILLIAM J  
Form 4  
May 26, 2011

**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 \*  
BOLT WILLIAM J

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)  
C/O ABIOMED, INC., 22 CHERRY HILL DRIVE

3. Date of Earliest Transaction (Month/Day/Year)  
05/24/2011

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
SVP, QA and Regulatory Affairs

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

DANVERS, MA 01923

(City) (State) (Zip)

**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 Ownership (Instr. 4)	
				Code	V	Amount	(D)	Price
Common Stock, \$.01 par value	05/24/2011		F(7)	1,073	D	\$ 17.9501	89,394	D

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

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SEC 1474 (9-02)

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**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)	8. Amount or Number of Shares
Stock Option (right to buy) <sup>(2)</sup>	\$ 15.563					06/28/2004 <sup>(1)</sup> 06/28/2010	Common Stock	40,000
Stock Option (right to buy) <sup>(3)</sup>	\$ 24.12					06/22/2005 <sup>(1)</sup> 06/22/2011	Common Stock	25,000
Stock Option (right to buy) <sup>(3)</sup>	\$ 6.75					06/25/2004 <sup>(1)</sup> 06/25/2012	Common Stock	50,000
Stock Option (right to buy) <sup>(2)</sup>	\$ 5.11					06/25/2005 <sup>(1)</sup> 06/25/2013	Common Stock	16,000
Stock Option (right to buy) <sup>(3)</sup>	\$ 12.3					07/01/2005 <sup>(4)</sup> 07/01/2014	Common Stock	18,000
Stock Option (right to buy) <sup>(3)</sup>	\$ 9.36					06/08/2006 <sup>(4)</sup> 06/08/2015	Common Stock	30,000
Stock Option (right to buy) <sup>(3)</sup>	\$ 13.57					06/01/2007 <sup>(4)</sup> 06/01/2016	Common Stock	20,000
Stock Option (right to	\$ 11.27					05/30/2008 <sup>(4)</sup> 05/30/2017	Common Stock	8,000

buy) <sup>(3)</sup>					
Stock option (right to buy) <sup>(3)</sup>	\$ 13.8	05/23/2009 <sup>(4)</sup>	05/23/2018	Common Stock	9,666
Stock Option (right to buy) <sup>(5)</sup>	\$ 5.86	05/28/2010 <sup>(4)</sup>	05/28/2019	Common Stock	50,000
Stock Option (right to buy) <sup>(5)</sup>	\$ 5.86	03/31/2010 <sup>(6)</sup>	05/28/2019	Common Stock	18,000
Stock Option (right to buy) <sup>(5)</sup>	\$ 10.03	06/03/2011 <sup>(4)</sup>	06/03/2020	Common Stock	30,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BOLT WILLIAM J C/O ABIOMED, INC. 22 CHERRY HILL DRIVE DANVERS, MA 01923			SVP, QA and Regulatory Affairs	

## Signatures

/s/ Ian W. McLeod (by power of attorney) 05/26/2011

\_\_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) Options were fully exercisable on the date shown.
  - (2) Grant to reporting person of this option to buy the number of Common Stock set forth in Table II, Column 7, under the ABIOMED, Inc. 1998 Equity Incentive Plan.
  - (3) Grant to reporting person of this option to buy the number of Common Stock set forth in Table II, Column 7, under the ABIOMED, Inc. 2000 Stock Incentive Plan.
  - (4) These options become exercisable in annual 25% increments, commencing on the date shown in Table II, Column 6.
  - (5) Grant to reporting person of this option to buy the number of Common Stock set forth in Table II, Column 7, under the ABIOMED, Inc. 2008 Stock Incentive Plan.
  - (6) These options become exercisable upon the achievement of a certain performance milestone, based on the results of Abiomed's fiscal year ended March 31, 2010.

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(7) Sale of common stock pursuant to reporting owner's 10(b)5-1 plan.

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

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