

Greenfield Andrew J  
 Form 4  
 May 31, 2011

**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 \*  
 Greenfield Andrew 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)  
 05/26/2011

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)

VP Healthcare Solutions

(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 Ownership (Instr. 4)
Common Stock, \$.01 par value	05/26/2011		A	7,000 (6)	A \$ 0 63,857 (7)	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)

**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 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) <u>(1)</u>	\$ 14.98					01/04/2006 <sup>(3)</sup> 01/04/2015	Common Stock	30,000
Stock Option (right to buy) <u>(2)</u>	\$ 9.36					06/08/2006 <sup>(3)</sup> 06/08/2015	Common Stock	20,000
Stock Option (right to buy) <u>(2)</u>	\$ 8.77					11/16/2006 <sup>(3)</sup> 11/16/2015	Common Stock	15,000
Stock Option (right to buy) <u>(2)</u>	\$ 13.57					06/01/2007 <sup>(3)</sup> 06/01/2016	Common Stock	40,000
Stock Option (right to buy) <u>(2)</u>	\$ 11.27					05/30/2008 <sup>(3)</sup> 05/30/2017	Common Stock	10,000
Stock Option (right to buy) <u>(2)</u>	\$ 13.8					05/23/2009 <sup>(3)</sup> 05/23/2018	Common Stock	9,000
Stock Option (right to buy) <u>(4)</u>	\$ 5.86					05/28/2010 <sup>(3)</sup> 05/28/2019	Common Stock	50,000
Stock Option (right to buy) <u>(4)</u>	\$ 5.86					03/31/2010 <sup>(5)</sup> 05/28/2019	Common Stock	30,000
	\$ 10.03					06/03/2011 <sup>(3)</sup> 06/03/2020		25,000

