

BOLT WILLIAM J  
Form 4  
July 29, 2008

**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)  
07/29/2008

\_\_\_\_ 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 (A) or (D) Price			
Common Stock, \$.01 par value	07/28/2008		M	20,000 <sup>(1)</sup> A \$ 6.688	56,812	D	
Common Stock, \$.01 par value	07/28/2008		S	20,000 <sup>(1)</sup> D \$ 19.58 <sup>(7)</sup>	36,812	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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy) <sup>(3)</sup>	\$ 6.688	07/28/2008		M	20,000 <sup>(1)</sup>	07/01/2003 <sup>(2)</sup>	07/01/2009	Common Stock	20,000
Stock Option (right to buy) <sup>(4)</sup>	\$ 15.563					06/28/2004 <sup>(2)</sup>	06/28/2010	Common Stock	40,000
Stock Option (right to buy) <sup>(5)</sup>	\$ 24.12					06/22/2005 <sup>(2)</sup>	06/22/2011	Common Stock	25,000
Stock Option (right to buy) <sup>(5)</sup>	\$ 6.75					06/25/2004 <sup>(2)</sup>	06/25/2012	Common Stock	50,000
Stock Option (right to buy) <sup>(4)</sup>	\$ 5.11					06/25/2005 <sup>(2)</sup>	06/25/2013	Common Stock	16,000
Stock Option (right to buy) <sup>(5)</sup>	\$ 12.3					07/01/2005 <sup>(6)</sup>	07/01/2014	Common Stock	18,000
Stock Option (right to buy) <sup>(5)</sup>	\$ 9.36					06/08/2006 <sup>(6)</sup>	06/08/2015	Common Stock	30,000
Stock Option (right to buy) <sup>(5)</sup>	\$ 13.57					06/01/2007 <sup>(6)</sup>	06/01/2016	Common Stock	20,000
	\$ 11.27					05/30/2008 <sup>(6)</sup>	05/30/2017		8,000

Stock  
Option  
(right to  
buy) <sup>(5)</sup>

Common  
Stock

Stock  
option \$ 13.8  
(right to  
buy) <sup>(5)</sup>

05/23/2009<sup>(6)</sup> 05/23/2018

Common  
Stock 9,666

## 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/ Daniel J. Sutherby (by power of attorney) 07/29/2008

<sup>\*\*</sup>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) Stock option was exercised and the underlying shares sold pursuant to a Sales Plan compliant with the requirements of SEC Rule 10B5-1.
- (2) Options were fully exercisable on the date shown.
- (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. 1992 Combination Stock Option Plan.
- (4) 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.
- (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. 2000 Stock Incentive Plan.
- (6) These options become exercisable in annual 25% increments, commencing on the date shown in Table II, Column 6.
- (7) The weighted average price of 19.58 is a result of the following sales of shares: 100 at 19.74, 200 at 19.645, 100 at 19.64, 100 at 19.72, 300 at 19.71, 100 at 19.66, 1100 at 19.70, 3000 at 19.69, 100 at 19.63, 400 at 19.62, 6800 at 19.695, 100 at 19.68, 600 at 19.67, 2602 at 19.60, 500 at 19.40, 200 at 19.42, 100 at 19.41, 100 at 19.23, 200 at 19.33, 100 at 19.25, 100 at 19.35, 200 at 19.28, 100 at 19.29, 200 at 19.24, 100 at 19.15, 100 at 19.20, 100 at 19.18, 1000 at 19.19, 100 at 19.17, 298 at 19.16, 200 at 19.22, 12 at 19.27, 688 at 19.30.

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.