

AMEDISYS INC  
Form 4  
April 04, 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 \*  
**BORNE WILLIAM F**

(Last) (First) (Middle)

**5959 S. SHERWOOD FOREST  
BLVD.**

(Street)

**BATON ROUGE, LA 70816**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**AMEDISYS INC [AMED]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**04/01/2011**

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)  
**Chief Executive Officer / Chairman of the Board**

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	04/01/2011		M		20,366 A \$ 0	190,762	D
Common Stock	04/01/2011		A		28,644 A \$ 0	219,406 <sup>(5)</sup>	D
Common Stock	04/01/2011		F		1,872 D \$ 32.73	217,524	D
Common Stock						19,249	I Through 401(k)
Common Stock						15,000 <sup>(1)</sup>	I By Spouse



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- (1) The reporting person disclaims beneficial ownership of these securities. This report shall not be deemed an admission of beneficial ownership of these securities, for purposes of Section 16 or for other purposes.
- (2) Each Restricted Stock Unit represents a contingent right to receive one share of the issuer's Common Stock.  
On April 1, 2009, the reporting person was awarded Restricted Stock Units that vest in three equal annual installments on April 1, 2010, April 1, 2011, and April 1, 2012 assuming the reporting person remains continuously employed by the issuer from the grant date until the applicable vesting date. Upon vesting, each Restricted Stock Unit is settled by delivery of the underlying shares of Common Stock.
- (3) On February 22, 2011, the reporting person was awarded Restricted Stock Units that vest in two equal annual installments on April 1, 2011 and April 1, 2012, assuming the reporting person remains continuously employed by the issuer from the grant date until the applicable vesting date. Upon vesting, each Restricted Stock Unit is settled by delivery of the underlying shares of Common Stock.
- (4) The shares granted are subject to time-based vesting conditions and will vest in one-third installments on April 1, 2012, April 1, 2013 and April 1, 2014, provided that the reporting person is still employed by the issuer on each such date.
- (5)

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.