

ANGIODYNAMICS INC
Form 4
April 04, 2006

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 *
GERARDI JOSEPH G

(Last) (First) (Middle)
603 QUEENSBURY AVE.

(Street)

QUEENSBURY, NY 12804

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ANGIODYNAMICS INC [ANGO]

3. Date of Earliest Transaction
(Month/Day/Year)
04/03/2006

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)
Vice President - CFO

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	04/03/2006		M ⁽¹⁾	1,500	A \$ 4.3478	1,742	D
Common Stock	04/03/2006		S ⁽¹⁾	1,500	D \$ 28.8	242	D
Common Stock	04/03/2006		M ⁽¹⁾	2,500	A \$ 4.3478	2,742	D
Common Stock	04/03/2006		S ⁽¹⁾	2,500	D \$ 28.64	242	D
Common Stock	04/03/2006		M ⁽¹⁾	1,000	A \$ 4.3478	1,242	D

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Common Stock 04/03/2006 S⁽¹⁾ 1,000 D \$ 29 242 D

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

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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 Security (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount
Non-Qualified Stock Option (right to buy)	\$ 4.3478	04/03/2006		M ⁽¹⁾	1,500	12/30/2004	05/04/2008			Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 4.3478	04/03/2006		M ⁽¹⁾	2,500	12/30/2004	05/04/2008			Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 4.3478	04/03/2006		M ⁽¹⁾	1,000	12/30/2004	05/04/2008			Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 13.18					07/20/2005 ⁽²⁾	07/20/2014			Common Stock	1
Non-Qualified Stock Option (right to buy)	\$ 24.21					07/29/2006 ⁽³⁾	07/29/2015			Common Stock	1
Restricted Stock Units	\$ 0 ⁽⁴⁾					05/30/2009	05/29/2019			Common Stock	4

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

GERARDI JOSEPH G
603 QUEENSBURY AVE.
QUEENSBURY, NY 12804

Vice President - CFO

Signatures

By: Ronald F. Lamy For: Joseph
Gerardi

04/04/2006

__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) Transaction executed pursuant to an approved selling plan established under SEC rule 10b5-1.
- (2) Options for 25% of the shares are each exercisable on 7/20/05, 7/20/06, 7/20/07, 7/20/08, respectively.
- (3) Options for 25% of the shares are each exercisable on 7/29/06, 7/29/07, 7/29/08, and 7/29/09, respectively.
- (4) Each restricted stock unit represents a contingent right to receive one share of AngioDynamics, Inc. common stock.

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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