

Boucher Brent J.
 Form 3
 February 01, 2019

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL
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INITIAL STATEMENT OF 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 * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Boucher Brent J. | | (Month/Day/Year) | ANGIODYNAMICS INC [ANGO] | |
| (Last) | (First) | (Middle) | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| | | 01/23/2019 | | |
| 14 PLAZA DRIVE | | | (Check all applicable) | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (Street) | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | (give title below) (specify below) | |
| | | | SVP and GM of Oncology | |
| LATHAM,Â NYÂ 12110 | | | | |
| (City) | (State) | (Zip) | | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock | 14,033 ⁽¹⁾ | D | Â |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of Derivative Security (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
| | Date Exercisable | Expiration Date | Title | Amount or Number of | |

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| | | | | Shares | | (I) (Instr. 5) | |
|---|-------|------------|--------------|--------|----------|-------------------|---|
| Non-Qualified Stock Option (right to buy) | Â (2) | 01/17/2028 | Common Stock | 25,000 | \$ 16.38 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (3) | 02/12/2028 | Common Stock | 25,000 | \$ 16.13 | D | Â |
| Non-Qualified Stock Option (right to buy) | Â (4) | 07/18/2028 | Common Stock | 14,412 | \$ 20.93 | D | Â |
| Performance Right | Â (5) | Â (5) | Common Stock | 9,048 | \$ 0 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Boucher Brent J. 14 PLAZA DRIVE LATHAM, NY 12110 | Â | Â | Â SVP and GM of Oncology | Â |

Signatures

/s/ Stephen A. Trowbridge, Attorney
in Fact

02/01/2019

**Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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).

This number includes (i) 3,750 shares of common stock ("Common Stock") of AngioDynamics, Inc. (the "Company") underlying restricted stock units, of which 1,250 shares will vest on each of January 17, 2020, 2021 and 2022, (ii) 5,000 shares of Common Stock of the Company underlying restricted stock units, of which 1,250 shares will vest on each of February 12, 2019, 2020, 2021 and 2022 and (iii) 4,524 shares of Common Stock of the Company underlying restricted stock units, of which 1,131 shares will vest on each of July 18, 2019, 2020, 2021 and 2022.

(2) These stock options vest in four annual installments beginning on January 17, 2019, such that 6,250 options vested on January 17, 2019 and 6,250 options will vest on each of January 17, 2020, 2021 and 2022.

(3) These stock options vest in four annual installments beginning on February 12, 2019, such that 6,250 options will vest on each of February 12, 2019, 2020, 2021 and 2022.

(4) These stock options vest in four annual installments beginning on July 18, 2019, such that 3,603 options will vest on each of July 18, 2019, 2020, 2021 and 2022.

(5) Each performance right represents a contingent right to receive one share of Common Stock. The target number of shares of Common Stock is set forth in column 3 of Table II. Between 0% and 200% of the target number will be earned based on total shareholder return relative to a peer group of companies over a three-year performance period ending May 31, 2021. Any shares that do not vest at the end of the performance period will be forfeited.

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Remarks:

Exhibit List: Exhibit 24.1 - Power of Attorney

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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