

KATZ JAMES L
 Form 4
 November 03, 2004

FORM 4

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

OMB APPROVAL

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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 *
KATZ JAMES L

(Last) (First) (Middle)

333 NORTH MICHIGAN, SUITE 1901

(Street)

CHICAGO, IL 60601

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
EZ EM INC [EZM]

3. Date of Earliest Transaction (Month/Day/Year)
 11/01/2004

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)

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) Code V Amount (D) Price			
Common Stock	11/01/2004		A ⁽¹⁾	1,000 A \$ 0	10,874	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. Pr Deriv Secur (Inst	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Option ⁽²⁾	\$ 3.5521					07/26/1996	07/25/2005	Common Stock	9,973
Common Stock Option ⁽²⁾	\$ 8.0794					06/01/1997	05/31/2006	Common Stock	967
Common Stock Option ⁽²⁾	\$ 4.789					05/31/1998	05/30/2007	Common Stock	940
Common Stock Option ⁽²⁾	\$ 3.8006					05/30/1999	05/29/2008	Common Stock	912
Common Stock Option ⁽²⁾	\$ 3.2346					05/29/2000	05/28/2009	Common Stock	912
Common Stock Option ⁽²⁾	\$ 4.2049					06/03/2001	06/02/2010	Common Stock	912
Common Stock Option ⁽²⁾	\$ 3.3639					06/02/2002	06/01/2011	Common Stock	912
Common Stock Option ⁽²⁾	\$ 5.8222					06/01/2003	05/31/2012	Common Stock	912
Common Stock Option ⁽²⁾	\$ 5.434					05/31/2004	05/30/2013	Common Stock	912
Common Stock Option ⁽²⁾	\$ 12.0971					05/29/2005	05/28/2014	Common Stock	912

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KATZ JAMES L 333 NORTH MICHIGAN SUITE 1901 CHICAGO, IL 60601	X			

Signatures

By: Joseph A. Cacchioli, as
Attorney-In-Fact

11/03/2004

**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) Director compensation in the form of a Restricted Stock Grant.

(2) Options granted under E-Z-EM's Directors and Consultants Stock Option Plan.

(3) This option was previously reported as covering 10,927 shares at an exercise price of \$5.4908 per share. As a result of the spin-off by E-Z-EM, Inc. of AngioDynamics, Inc. on October 30, 2004, the exercise price was reduced to \$3.5521 per share and the number of shares was reduced to 9,973, to maintain, together with AngioDynamics options granted to the reporting person, the economic value of the option before the spin-off.

(4) This option was previously reported as covering 1,060 shares at an exercise price of \$12.4894 per share. As a result of the spin-off by E-Z-EM, Inc. of AngioDynamics, Inc. on October 30, 2004, the exercise price was reduced to \$8.0794 per share and the number of shares was reduced to 967, to maintain, together with AngioDynamics options granted to the reporting person, the economic value of the option before the spin-off.

(5) This option was previously reported as covering 1,030 shares at an exercise price of \$7.4029 per share. As a result of the spin-off by E-Z-EM, Inc. of AngioDynamics, Inc. on October 30, 2004, the exercise price was reduced to \$4.7890 per share and the number of shares was reduced to 940, to maintain, together with AngioDynamics options granted to the reporting person, the economic value of the option before the spin-off.

(6) This option was previously reported as covering 1,000 shares at an exercise price of \$5.875 per share. As a result of the spin-off by E-Z-EM, Inc. of AngioDynamics, Inc. on October 30, 2004, the exercise price was reduced to \$3.8006 per share and the number of shares was reduced to 912, to maintain, together with AngioDynamics options granted to the reporting person, the economic value of the option before the spin-off.

(7) This option was previously reported as covering 1,000 shares at an exercise price of \$5.00 per share. As a result of the spin-off by E-Z-EM, Inc. of AngioDynamics, Inc. on October 30, 2004, the exercise price was reduced to \$3.2346 per share and the number of shares was reduced to 912, to maintain, together with AngioDynamics options granted to the reporting person, the economic value of the option before the spin-off.

(8) This option was previously reported as covering 1,000 shares at an exercise price of \$6.50 per share. As a result of the spin-off by E-Z-EM, Inc. of AngioDynamics, Inc. on October 30, 2004, the exercise price was reduced to \$4.2049 per share and the number of shares was reduced to 912, to maintain, together with AngioDynamics options granted to the reporting person, the economic value of the option before the spin-off.

(9) This option was previously reported as covering 1,000 shares at an exercise price of \$5.20 per share. As a result of the spin-off by E-Z-EM, Inc. of AngioDynamics, Inc. on October 30, 2004, the exercise price was reduced to \$3.3639 per share and the number of shares was reduced to 912, to maintain, together with AngioDynamics options granted to the reporting person, the economic value of the option before the spin-off.

(10) This option was previously reported as covering 1,000 shares at an exercise price of \$9.00 per share. As a result of the spin-off by E-Z-EM, Inc. of AngioDynamics, Inc. on October 30, 2004, the exercise price was reduced to \$5.8222 per share and the number of shares was reduced to 912, to maintain, together with AngioDynamics options granted to the reporting person, the economic value of the

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option before the spin-off.

- (11) This option was previously reported as covering 1,000 shares at an exercise price of \$8.40 per share. As a result of the spin-off by E-Z-EM, Inc. of AngioDynamics, Inc. on October 30, 2004, the exercise price was reduced to \$5.4340 per share and the number of shares was reduced to 912, to maintain, together with AngioDynamics options granted to the reporting person, the economic value of the option before the spin-off.

- (12) This option was previously reported as covering 1,000 shares at an exercise price of \$18.70 per share. As a result of the spin-off by E-Z-EM, Inc. of AngioDynamics, Inc. on October 30, 2004, the exercise price was reduced to \$12.0971 per share and the number of shares was reduced to 912, to maintain, together with AngioDynamics options granted to the reporting person, the economic value of the option before the spin-off.

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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