

ANGIODYNAMICS INC  
Form 4  
May 26, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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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 \*  
Stern Linda B

(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)  
05/25/2006

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_X\_\_\_ 10% Owner  
\_\_\_ Officer (give title below) \_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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 Beneficial Ownership (Instr. 4) |           |   |                          |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----------|---|--------------------------|
|                                 |                                      |  | Code                           | V   | Amount  | (D)  | Price   |           |   |                          |
| Common Stock                    | 05/25/2006                           |  | M                              |   | 781   | A  | \$ 9.7986   | 1,573,577 | I | as Executor / Benef. (1) |
| Common Stock                    | 05/25/2006                           |  | S                              |   | 781   | D  | \$ 25.9472  | 1,572,796 | I | as Executor / Benef. (1) |
| Common Stock                    |                                      |  |                                |   |   |  |   | 74,891    | 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) | Amount or Number of Shares |                            |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                      | Amount or Number of Shares |
| Non-Qualified Stock Option (right to buy)  | \$ 9.7986  | 05/25/2006                           |  | M                              | 781   | 12/30/2004 06/28/2006                                    | Common Stock  | 781                        |                            |
| Non-Qualified Stock Option (right to buy)  | \$ 4.3478  |                                      |  |                                |   | 12/28/2005 12/28/2006                                    | Common Stock  | 86,77                      |                            |
| Non-Qualified Stock Option (right to buy)  | \$ 4.4016  |                                      |  |                                |   | 12/30/2004 06/28/2006                                    | Common Stock  | 781                        |                            |
| Non-Qualified Stock Option (right to buy)  | \$ 4.716   |                                      |  |                                |   | 12/30/2004 06/28/2006                                    | Common Stock  | 781                        |                            |
| Non-Qualified Stock Option (right to buy)  | \$ 13.18   |                                      |  |                                |   | 12/28/2005 12/28/2006                                    | Common Stock  | 6,000                      |                            |
| Non-Qualified Stock Option (right to buy)  | \$ 24.21   |                                      |  |                                |   | 12/28/2005 12/28/2006                                    | Common Stock  | 6,000                      |                            |

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Stern Linda B  
603 QUEENSBURY AVE.  
QUEENSBURY, NY 12804

X

## Signatures

By: Ronald F. Lamy For: Linda B.  
Stern

05/26/2006

\_\_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) On January 13, 2006, the Nassau County Surrogate's Court issued Letters Testamentary appointing Linda Stern, Howard S. Stern's wife, the executor of the Estate of Howard S. Stern under the last will and testament of Howard Stern (the "H. Stern Will"). Under the H. Stern Will, Mrs. Stern is a discretionary beneficiary of a "credit shelter" trust, the sole lifetime beneficiary of a "QTIP" trust, which is the beneficiary of one-half of Mr. Stern's residuary estate, and the direct outright beneficiary of the other half of the residuary estate.

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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