**DEVIVO JOSEPH** Form 4

October 07, 2011

## FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB** Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

**OMB APPROVAL** 

response...

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

if no longer

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person \* **DEVIVO JOSEPH** 

(First)

(Street)

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

ANGIODYNAMICS INC [ANGO]

(Middle)

(Check all applicable)

3. Date of Earliest Transaction

(Month/Day/Year) 10/05/2011

Director 10% Owner X\_ Officer (give title

below) President and CEO

Other (specify

14 PLAZA DRIVE

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

(Instr. 8)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

LATHAM, NY 12110

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D)

5. Amount of Securities Beneficially Owned

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial

Ownership (I) (Instr. 4) (Instr. 4)

(A)

Reported Transaction(s) (Instr. 3 and 4)

Following

Code V Amount (D) Price

(Instr. 3, 4 and 5)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

1. Title of 3. Transaction Date 3A. Deemed 4. 5. Number of 6. Date Exercisable and Derivative Conversion (Month/Day/Year) Execution Date, if TransactionDerivative Securities **Expiration Date** Security or Exercise Code Acquired (A) or (Month/Day/Year) any

7. Titl

Under

(Instr.

#### Edgar Filing: DEVIVO JOSEPH - Form 4

	(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8)	Disposed of (D) (Instr. 3, 4, and 5)				
					Code V	(A)	(D)	Date Exercisable	Expiration Date	Title
	Non-Qualified Stock Option (right to buy)	\$ 13.94	10/05/2011		D(1)		200,000	09/07/2012(2)	09/07/2018	Con
	Non-Qualified Stock Option (right to buy)	\$ 13.94	10/05/2011		A(3)	200,000		09/07/2012(2)	09/07/2018	Con

# **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

**DEVIVO JOSEPH** 14 PLAZA DRIVE LATHAM, NY 12110

President and CEO

## **Signatures**

/s/ Stephen A. Trowbridge, Attorney in Fact

10/06/2011

\*\*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).

On September 7, 2011, Angio Dynamics, Inc. (the "Company") granted Mr. DeVivo 400,000 stock options pursuant to the Company's 2004 Stock and Incentive Award Plan (the "Plan"). On October 5, 2011, the Company rescinded the prior grant with respect to 200,000

- (1) stock options in order to comply with a provision in the Plan that limited the maximum number of shares of the Company's common stock with respect to which stock options could be granted during any calendar year to any employee to 200,000 shares of the Company's common stock.
- (2) Options for 25% of the shares are each exercisable on 9/7/2012, 9/7/2013, 9/7/2014 and 9/7/2015, respectively.

On October 5, 2011, the Plan was amended to increase the maximum number of shares of the Company's common stock with respect to which stock options can be granted during any calendar year to any employee to 500,000 shares of the Company's common stock and, on that same date, the Company made a replacement grant to Mr. DeVivo of 200,000 stock options pursuant to the Plan, as amended, and in

accordance with the terms of Mr. DeVivo's Employment Agreement with the Company, dated August 15, 2011. The stock options were granted at a price equal to the greater of the grant price of the rescinded options (i.e., \$13.94 per share) and the Fair Market Value (as defined in the Plan) of the Company's common stock as of the date of grant. Following the October 5, 2011 grant of 200,000 stock options, Mr. DeVivo beneficially owns 400,000 stock options, which is the same number of stock options Mr. DeVivo beneficially owned following the September 7, 2011 grant of stock options.

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.

Reporting Owners 2