

ANGIODYNAMICS INC

Form 3

November 10, 2014

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 *Trowbridge Stephen A
(Last) (First) (Middle)

14 PLAZA DRIVE

(Street)

LATHAM, NY 12110

(City) (State) (Zip)

2. Date of Event Requiring
Statement(Month/Day/Year)
10/29/20143. Issuer Name and Ticker or Trading Symbol
ANGIODYNAMICS INC [ANGO]4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

☐ Director ☐ 10% Owner
☒ Officer ☐ Other
(give title below) (specify below)
SVP and General Counsel5. If Amendment, Date Original
Filed(Month/Day/Year)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 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

25,765 ⁽¹⁾

D

A

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.****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)

Date Exercisable Expiration Date

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)Title Amount or
Number of4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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				Shares		(I) (Instr. 5)	
Non-Qualified Stock Option (right to buy)	08/06/2012	08/06/2015	Common Stock	5,800	\$ 15.27	D	Â
Non-Qualified Stock Option (right to buy)	Â (2)	08/06/2020	Common Stock	17,470	\$ 11.92	D	Â
Non-Qualified Stock Option (right to buy)	Â (3)	07/25/2021	Common Stock	13,625	\$ 14.07	D	Â
Performance Right	Â (4)	Â (4)	Common Stock	7,151	\$ 0	D	Â
Performance Right	Â (5)	Â (5)	Common Stock	6,314	\$ 0	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Trowbridge Stephen A 14 PLAZA DRIVE LATHAM, NY 12110	Â	Â	Â SVP and General Counsel	Â

Signatures

/s/ Stephen A.
Trowbridge

11/10/2014

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).

(1) This number includes 14,883 shares of common stock ("Common Stock") of AngioDynamics, Inc. (the "Company") underlying restricted stock units, of which (i) 3,625 shares will vest on August 3, 2015; (ii) 2,500 shares will vest on August 3, 2016; (iii) 1,341 shares will vest on each of August 6, 2015, 2016 and 2017; (iv) 1,183 shares will vest on July 25, 2015; and (v) 1,184 shares will vest on each of July 25, 2016, 2017 and 2018.

(2) These stock options vest in four annual installments beginning on August 6, 2014, such that 4,368 options vested on August 6, 2014, 4,368 options will vest on August 6, 2015, and 4,367 options will vest on each of August 6, 2016 and 2017.

(3) These stock options vest in four annual installments beginning on July 25, 2015, such that 3,407 options will vest on July 25, 2015, and 3,406 options will vest on each of July 25, 2016, 2017 and 2018.

(4) Each performance right represents a contingent right to receive one share of Common Stock. The target number of shares of Common Stock is indicated 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 covering the Company's fiscal years 2014, 2015 and 2016. A portion of the shares may be earned based on performance in each year of the performance period. Any shares that do not vest at the end of the performance period will be forfeited.

(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 covering the Company's fiscal years 2015, 2016 and 2017. Any shares that do not vest at the end of the performance period will be forfeited.

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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