

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* <u>Boucher Brent J.</u>	2. Date of Event Requiring Statement (Month/Day/Year) 01/23/2019	3. Issuer Name and Ticker or Trading Symbol <u>ANGIODYNAMICS INC [ANGO]</u>	
		4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>SVP and GM of Oncology</u>	5. If Amendment, Date of Original Filed (Month/Day/Year)
(Last) (First) (Middle) <u>14 PLAZA DRIVE</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
(Street) <u>LATHAM NY 12110</u>			
(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)
<u>Common Stock</u>	<u>14,033⁽¹⁾</u>	<u>D</u>	

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: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<u>Non-Qualified Stock Option (right to buy)</u>	<u>(2)</u>	<u>01/17/2028</u>	<u>Common Stock</u>	<u>25,000</u>	<u>16.38</u>	<u>D</u>	
<u>Non-Qualified Stock Option (right to buy)</u>	<u>(3)</u>	<u>02/12/2028</u>	<u>Common Stock</u>	<u>25,000</u>	<u>16.13</u>	<u>D</u>	
<u>Non-Qualified Stock Option (right to buy)</u>	<u>(4)</u>	<u>07/18/2028</u>	<u>Common Stock</u>	<u>14,412</u>	<u>20.93</u>	<u>D</u>	
<u>Performance Right</u>	<u>(5)</u>	<u>(5)</u>	<u>Common Stock</u>	<u>9,048</u>	<u>0</u>	<u>D</u>	

Explanation of Responses:

- 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.
- 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.
- 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.
- 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.
- 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.

Remarks:

Exhibit List: Exhibit 24.1 - Power of Attorney

/s/ Stephen A. Trowbridge,
Attorney in Fact02/01/2019

** Signature of Reporting Person Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints Stephen A. Trowbridge, and with full power of substitution, the undersigned's true and lawful attorney-in-fact to:

- (1) prepare, execute in the undersigned's name and on the undersigned's behalf, and submit to the U.S. Securities and Exchange Commission (the "SEC") a Form ID, including amendments thereto, and any other documents necessary or appropriate to obtain codes and passwords enabling the undersigned to make electronic filings with the SEC of reports required by Section 16(a) of the Securities Exchange Act of 1934 or any rule or regulation of the SEC;
- (2) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and/or director of AngioDynamics, Inc. (the "Company"), Forms 3, 4, and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder;
- (3) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4, or 5, complete and execute any amendment or amendments thereto, and timely file such form with the SEC and any stock exchange or similar authority; and
- (4) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorney-in-fact, in serving in such capacity at the request of the undersigned, is not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4, and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.
