SEC Form 4

FORM 4

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

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b)

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| OMB APPROVAL | | | | | |
|--------------------------|-----|--|--|--|--|
| OMB Number: 3235-0287 | | | | | |
| Estimated average burden | | | | | |
| hours per response: | 0.5 | | | | |

| 1 | dress of Reporting <u>e Stephen A</u> | Person* | 2. Issuer Name and Ticker or Trading Symbol <u>ANGIODYNAMICS INC</u> [ANGO] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (aino title | | | |
|--|--|----------|--|---|--|--|--|
| (Last) 14 PLAZA D | (First) RIVE | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 10/16/2019 | X Officer (give title Other (specify below) below) SVP and General Counsel | | | |
| (Street) | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable Line) | | | |
| LATHAM | NY | 12110 | | X Form filed by One Reporting Person | | | |
| (City) | (State) | (Zip) | — | Form filed by More than One Reporting Person | | | |
| Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned | | | | | | | |

7. Nature of 1. Title of Security (Instr. 3) 2A. Deemed 4. Securities Acquired (A) or 5. Amount of 6. Ownership 2. Transaction 3. Transaction Code (Instr. Disposed Of (D) (Instr. 3, 4 and 5) Form: Direct (D) or Indirect Indirect Beneficial Execution Date, Securities (Month/Day/Year) if any Beneficially (Month/Day/Year) 8) **Owned Following** (i) (Instr. 4) Ownership Reported (Instr. 4) (A) or (D) Transaction(s) v Price Code Amount (Instr. 3 and 4)

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) | Conversion | 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 | | 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---|------------|--|---|---|---|---|--|--|--------------------|--|--|---|--|--|--|
| | | | | Code | v | (A) | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | (1150.4) | | |
| Performance Right | (1) | 10/16/2019 | | A | | 8,357 | | (1) | (1) | Common Stock | 8,357 | \$0 | 8,357 | D | |

Explanation of Responses:

1. Each performance right represents a contingent right to receive one share of common stock ("Common Stock") of AngioDynamics, Inc. The target number of shares of Common Stock is set forth in columns 5 and 7 of Table II. Between 0% and 200% of the target number will be earned based equally on revenue growth and adjusted earnings per share growth over a three-year performance period with a potential upward or downward 20% adjustment on the calculated achievement based on total shareholder return relative to a peer group of companies over a three-year performance period (for a total potential payout of up to 240% of the target number in the aggregate). Any shares that do not vest at the end of the performance period will be forfeited.

| <u>/s/ Stephen A. Trowbridge</u> | <u>10/18/2019</u> | | | |
|----------------------------------|-------------------|--|--|--|
| ** 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 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).

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.