

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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

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                                 |           |
|--|-----------|
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|  |         |          |  |  |  |   |  |  |
|--|---------|----------|--|--|--|---|--|--|
| 1. Name and Address of Reporting Person*<br><b>GERSUK D JOSEPH</b> |         |          | 2. Issuer Name and Ticker or Trading Symbol<br><b>ANGIODYNAMICS INC [ ANGO ]</b> |  |  | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)<br>Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) Other (specify below)<br><b>EVP - CFO</b> |  |  |
| (Last)   | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>08/03/2010</b>            |  |  | 6. Individual or Joint/Group Filing (Check Applicable Line)<br><input checked="" type="checkbox"/> Form filed by One Reporting Person<br>Form filed by More than One Reporting Person                     |  |  |
| 603 QUEENSBURY AVE.  |         |          | 4. If Amendment, Date of Original Filed (Month/Day/Year)                         |  |  |   |  |  |
| (Street)<br><b>QUEENSBURY NY 12804</b>                             |         |          |  |  |  |   |  |  |
| (City) (State) (Zip)   |         |          |  |  |  |   |  |  |

**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  | (A) or (D) | Price |   |  |   |
| Common Stock                    | 08/03/2010                           |  | A                              |   | 15,000  | A          | \$0   | 25,651  | D  |   |

**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 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)  | (D) | Date Exercisable   | Expiration Date           |   |  |  |   |  | Title |
| Non-Qualified Stock Option (right to buy)  | \$15.75  | 08/03/2010                           |  | A                              |   | 25,000   |     | (1)  | 08/03/2017                | Common Stock  | 25,000                                     | \$0  | 25,000  | D  |       |
| Non-Qualified Stock Option (right to buy)  | \$13.29  |                                      |  |                                |   |  |     |  | 09/04/2010                | 09/04/2016  | Common Stock                               | 12,000   | 12,000  | D  |       |
| Non-Qualified Stock Option (right to buy)  | \$16.33  |                                      |  |                                |   |  |     |  | 08/15/2009                | 08/15/2015  | Common Stock                               | 12,500   | 12,500  | D  |       |
| Non-Qualified Stock Option (right to buy)  | \$16.53  |                                      |  |                                |   |  |     |  | 05/01/2008 <sup>(2)</sup> | 05/01/2014  | Common Stock                               | 40,800   | 40,800  | D  |       |
| Non-Qualified Stock Option (right to buy)  | \$17.76  |                                      |  |                                |   |  |     |  | 07/27/2008 <sup>(3)</sup> | 07/27/2017  | Common Stock                               | 8,750  | 8,750   | D  |       |
| Restricted Stock Units                     | \$0 <sup>(4)</sup>                                     |                                      |  |                                |   |  |     |  | 05/31/2009                | 05/01/2014  | Common Stock                               | 1,126  | 1,126   | D  |       |
| Restricted Stock Units                     | \$0  |                                      |  |                                |   |  |     |  | 09/04/2010                | 09/04/2016  | Common Stock                               | 12,000   | 12,000  | D  |       |

**Explanation of Responses:**

- Options for 25% of the total number of shares each become exercisable on 8/3/2011, 8/3/2012, 8/3/2013, and 8/3/2014.
- Options for 25% of the shares are each exercisable on 5/1/08, 5/1/09, 5/1/10, 5/1/11, respectively.
- Options for 25% of the total number of shares each become exercisable on 7/27/08, 7/27/09, 7/27/10, and 7/27/11.
- Each restricted stock unit represents a contingent right to receive one share of AngioDynamics, Inc. common stock.

**Remarks:**

The shares of common stock granted to the Reporting Person on 8/3/2010 reported in Table I of this Form 4 reflect the grant of RSUs that vest in 4 equal installments beginning on the first anniversary of the grant date.

By: K. Wayne McDougall For: 08/05/2010  
D. Joseph Gersuk

\*\* 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.**