

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

<b>OMB APPROVAL</b>	
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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

1. Name and Address of Reporting Person* <u>APPLING WILLIAM M</u>  (Last) (First) (Middle) 603 QUEENSBURY AVE.  (Street) QUEENSBURY NY 12804  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>ANGIODYNAMICS INC [ ANGO ]</u>	5. 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>Vice-President - Research</u>
	3. Date of Earliest Transaction (Month/Day/Year) 08/06/2008	
		6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person  <input type="checkbox"/> Form filed by More than One Reporting Person

**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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	08/06/2008		A <sup>(1)</sup>		500	A	\$0	6,564	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					
Non-Qualified Stock Option (right to buy)	\$13.18							07/20/2005 <sup>(2)</sup>	07/20/2014	Common Stock 7,700		7,700	D	
Non-Qualified Stock Option (right to buy)	\$17.76							07/27/2008 <sup>(3)</sup>	07/27/2017	Common Stock 21,100		21,100	D	
Non-Qualified Stock Option (right to buy)	\$18.4							08/15/2007 <sup>(4)</sup>	08/15/2016	Common Stock 13,100		13,100	D	
Non-Qualified Stock Option (right to buy)	\$24.21							07/29/2006 <sup>(5)</sup>	07/29/2015	Common Stock 10,200		10,200	D	
Restricted Stock Units	\$0 <sup>(6)</sup>							05/30/2009	05/29/2019	Common Stock 4,000		4,000	D	

**Explanation of Responses:**

- Shares acquired through the vesting and settlement of previously granted performance share awards.
- Options for 25% of the shares are each exercisable on 7/20/05, 7/20/06, 7/20/07, 7/20/08, 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.
- Options for 25% of the shares will each become exercisable on 8/15/07, 8/15/08, 8/15/09, and 8/15/10, respectively.
- Options for 25% of the shares are each exercisable on 7/29/06, 7/29/07, 7/29/08, and 7/29/09, respectively.
- Each restricted stock unit represents a contingent right to receive one share of AngioDynamics, Inc. common stock.

By: K. Wayne McDougall For: 08/08/2008  
William Appling

\*\* 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.

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