

AMEDISYS INC
Form 4
April 04, 2011

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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STATEMENT OF CHANGES IN 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 *
JETER JEFFREY D

(Last) (First) (Middle)

**5959 S. SHERWOOD FOREST
BLVD.**

(Street)

BATON ROUGE, LA 70816

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AMEDISYS INC [AMED]

3. Date of Earliest Transaction
(Month/Day/Year)
04/01/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)

Chief Compliance Officer

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 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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	04/01/2011		M	1,141 A \$ 0	7,906	D	
Common Stock	04/01/2011		A	1,910 A \$ 0	9,816 ⁽⁴⁾	D	
Common Stock	04/01/2011		F	145 D \$ 32.73	9,671	D	
Common Stock					2,984	I	Through 401(k) Plan

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

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SEC 1474
(9-02)

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 Underlying Securities (Instr. 3 and 4)	8. Price or Value of Derivative Security (Instr. 5)
Restricted Stock Unit	<u>(1)</u>	04/01/2011		M	511	<u>(2)</u> / <u>(2)</u>	Common Stock 511	\$ 0
Restricted Stock Unit	<u>(1)</u>	04/01/2011		M	630	<u>(3)</u> / <u>(3)</u>	Common Stock 630	\$ 0

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JETER JEFFREY D 5959 S. SHERWOOD FOREST BLVD. BATON ROUGE, LA 70816			Chief Compliance Officer	

Signatures

/s/ Celeste R. Peiffer on behalf of Jeffrey D. Jeter pursuant to a Power of Attorney 04/04/2011

__Signature of Reporting Person

Date

Explanation of Responses:

* 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).

(1) Each Restricted Stock Unit represents a contingent right to receive one share of the issuer's Common Stock.

On April 1, 2009, the reporting person was awarded Restricted Stock Units that vest in three equal annual installments on April 1, 2010,

(2) April 1, 2011 and April 1, 2012, assuming the reporting person remains continuously employed by the issuer from the grant date until the applicable vesting date. Upon vesting, each Restricted Stock Unit is settled by delivery of the underlying shares of Common Stock.

(3)

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On February 22, 2011 the reporting person was awarded Restricted Stock Units that vest in equal annual installments on April 1, 2011 and April 1, 2012, assuming the reporting person remains continuously employed by the issuer from the grant date until the applicable vesting date. Upon vesting, each Restricted Stock Unit is settled by delivery of the underlying shares of Common Stock

- (4) The shares granted are subject to time-based vesting conditions and will vest in equal, one-third increments on April 1, 2012, April 1, 2013 and April 1, 2014, provided the reporting person is still employed by the issuer on each such date.

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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