

ABIOMED INC  
Form 8-K  
May 12, 2006

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934**

**Date of Report: May 8, 2006**

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**(Date of earliest event reported)**

**ABIOMED, Inc.**

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**(Exact name of registrant as specified in its charter)**

**Delaware**  
**(State or other Jurisdiction of Incorporation)**

**04-2743260**  
**(IRS Employer Identification Number)**

**0-20584**

**(Commission File Number)**

**22 Cherry Hill Drive**

**Danvers, MA 01923**

**(Address of Principal Executive Offices, including Zip Code)**

**(978) 777-5410**

**(Registrant's Telephone Number, including Area Code)**

**Not Applicable**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

.. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

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- “ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  
- “ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  
- “ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 2.02 Results of Operations and Financial Condition.**

On May 8, 2006 we held a conference call to discuss the results of our fiscal quarter and year ended March 31, 2006. A transcript of the conference call is attached as Exhibit 99.01 to this current report and incorporated herein by reference. The information contained in this report shall not be deemed filed for purposes of Section 18 of the Securities Exchange Act of 1934 or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference in any filing under the Securities Act of 1933 or the Securities Act of 1934, whether made before or after the date hereof and regardless of any general incorporation language in such filing, except as expressly set forth by specific reference in such filing.

**Item 9.01 Financial Statements and Exhibits.**

(d) Exhibits

99.01 Transcript of Conference Call held on May 8, 2006

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

ABIOMED, Inc.

By: */s/* DANIEL J. SUTHERBY  
**Daniel J. Sutherby**

**Chief Financial Officer**

Date: May 12, 2006

**Exhibit Index**

| <b>Exhibit Number</b> | <b>Description</b>                                |
|-----------------------|---|
| 99.01                 | Transcript of Conference Call held on May 8, 2006 |