

ANGIODYNAMICS INC

Form 4

October 27, 2006

**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 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**GRAHAM PETER J**

(Last) (First) (Middle)

**603 QUEENSBURY AVE.**

(Street)

**QUEENSBURY, NY 12804**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**ANGIODYNAMICS INC [ANGO]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**10/25/2006**

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)

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
| Common<br>Stock                       | 10/25/2006                              |                                                             | M                                    | V Amount (A) or (D) Price<br>1,539 A \$<br>2.5676                       | 27,778                                                                                                             | D                                                                    |                                                                   |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                         | 6,772                                                                                                              | I                                                                    | by<br>Daughter                                                    |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                         | 13,623                                                                                                             | I                                                                    | by Son                                                            |
| Common<br>Stock                       |                                         |                                                             |                                      |                                                                         | 45,832                                                                                                             | I                                                                    | by Spouse                                                         |

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

**Persons who respond to the collection of  
information contained in this form are not**

SEC 1474  
(9-02)

**required to respond unless the form  
displays a currently valid OMB control  
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**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4.<br>Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | 6. Date Exercisable and Expiration<br>Date<br>(Month/Day/Year) | 7. Title and A<br>Underlying S<br>(Instr. 3 and 4) |
|-----------------------------------------------------|-----------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|-----------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|----------------------------------------------------|
|                                                     |                                                                       |                                         |                                                             | Code                                    | V (A) (D)                                                                                                       | Date Exercisable Expiration Date                               | Title                                              |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 2.5676                                                             | 10/25/2006                              |                                                             | M                                       | 1,539                                                                                                           | 12/30/2004 10/30/2006 <sup>(1)</sup>                           | Common<br>Stock                                    |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 2.5676                                                             |                                         |                                                             |                                         |                                                                                                                 | 12/30/2004 10/30/2007                                          | Common<br>Stock                                    |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 18.4                                                               |                                         |                                                             |                                         |                                                                                                                 | 08/15/2007 <sup>(2)</sup> 08/15/2016                           | Common<br>Stock                                    |
| Non-Qualified<br>Stock Option<br>(right to buy)     | \$ 28.43                                                              |                                         |                                                             |                                         |                                                                                                                 | 01/18/2007 <sup>(3)</sup> 01/18/2016                           | Common<br>Stock                                    |

## Reporting Owners

| Reporting Owner Name / Address                                | Relationships |           |         |       |
|---------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                               | Director      | 10% Owner | Officer | Other |
| GRAHAM PETER J<br>603 QUEENSBURY AVE.<br>QUEENSBURY, NY 12804 | X             |           |         |       |

## Signatures

By: Ronald F. Lamy For: Peter J.  
Graham 10/27/2006

\_\_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) Options to purchase 1,539, 2,052, and 513 shares expire on October 30, 2006, October 30, 2007, and October 30, 2008, respectively.

(2) Options for 33 1/3% of the shares will each become exercisable on 8/15/07, 8/15/08, and 8/15/09, respectively.

(3) Options for 25% of the shares are each exercisable on 1/18/07, 1/18/08, 1/18/09, and 1/18/10, respectively.

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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