KULLBACK WILLIAM J

Form 4 June 07, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB ,

Number: 3235-0287

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Expires: January 31, 2005

OMB APPROVAL

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if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

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

may continue. *See* Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * KULLBACK WILLIAM J		Symbol	2. Issuer Name and Ticker or Trading Symbol ANGEION CORP/MN [ANGN]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last)	(First) (M	(Month/Da	3. Date of Earliest Transaction (Month/Day/Year) 06/03/2010			DirectorX Officer (given below) Chief		Owner er (specify			
	(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State) (2	Zip) Table	e I - Non-Do	erivative S	Securi	ities Acq	quired, Disposed o	f, or Beneficial	ly 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. Securi on(A) or Di (D) (Instr. 3,	ispose	d of	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)		
Common Stock	06/03/2010		F	2,181 (1) (2)	D	\$ 4.59	29,946	D			

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)

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration Da	ate	Amount	t of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secur
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	9		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Own
	Security	Security Acquired								Follo	
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								Δ	Amount		
								0			
						Date	Expiration able Date		Number		
						Exercisable					
				Code V	(A) (D)				Shares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

KULLBACK WILLIAM J

Chief Financial Officer

Signatures

Getey M. Ritchott, Attorney-in-Fact for William J. 06/07/2010 Kullback

> **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).

The Reporting Person was granted a restricted stock option of 20,000 shares on June 3, 2009. One-third of the shares vest on the first, second and third anniversaries of the date of grant. Therefore 6,667 shares vested on June 3, 2010. The Reporting Person is required to

- (1) pay the tax withholding obligation associated with the vesting of the shares, the Issuer's Board of Directors expressing authorized share withholding for the payment of this obligation, and the Reporting Person has elected share withholding for the payment of this obligation. Therefore, the Issuer withheld for tax obligations 2,181 shares of the 6,667 shares otherwise issuable.
- This Form 4 reports (i) the disposition of these 2,181 shares by the Reporting Person to the Issuer to pay the tax liability associated with (2) the vesting and (ii) the net increase in the Reporting Person's ownership of 4,486 shares. The price of \$4.59 is equal to the fair market value on the date of vesting and is used to determine both the value of the shares that vest and the value of the shares withheld.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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