

YOUNG RODNEY A
Form 4
June 07, 2010

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
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(Print or Type Responses)

1. Name and Address of Reporting Person *
YOUNG RODNEY A

(Last) (First) (Middle)

350 OAK GROVE PARKWAY

(Street)

SAINT PAUL, MN 55127

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
ANGEION CORP/MN [ANGN]

3. Date of Earliest Transaction
(Month/Day/Year)
06/03/2010

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 Executive 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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	06/03/2010		F	(A) or (D) D	3,634 (1) (2) 4.59	\$ 67,861	D

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

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information contained in this form are not
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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 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 of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
YOUNG RODNEY A 350 OAK GROVE PARKWAY SAINT PAUL, MN 55127	X Chief Executive Officer

Signatures

Getey M. Ritchott, Attorney-in-Fact for Rodney A. Young
 06/07/2010
 **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 33,333 shares on June 3, 2009. One-third of the shares vest on the first, second and third anniversaries of the date of grant. Therefore 11,111 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 expressly 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 3,634 shares of the 11,111 shares otherwise issuable.

This Form 4 reports (i) the disposition of these 3,634 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 7,477 shares. The price of \$4.59 is equal to 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.

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