

MEYERS DAVID P
Form 4
May 23, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
MEYERS DAVID P

(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)
05/19/2006

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 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 or Price		
Common Stock	05/19/2006		M		601 A \$ 4.3478		D
Common Stock	05/19/2006		M		2,091 A \$ 4.3478		D
Common Stock	05/19/2006		M		7,308 A \$ 4.3478		D

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

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(9-02)

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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 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 Underlying Security (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 4.3478	05/19/2006		M	7,308	12/30/2004	04/24/2007	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.3478	05/19/2006		M	2,091	12/30/2004	05/30/2008	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.3478	05/19/2006		M	601	12/30/2004	05/29/2009	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.3478					06/03/2005 ⁽¹⁾	06/03/2010	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.3478					06/02/2005 ⁽²⁾	06/02/2011	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.4016					10/30/2004	11/23/2006	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 4.716					10/30/2004	11/23/2006	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.5217					05/21/2005 ⁽³⁾	05/21/2012	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 6.5217					05/31/2005 ⁽⁴⁾	05/31/2013	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 9.7986					05/29/2005	05/29/2006 ⁽⁵⁾	Common Stock
	\$ 13.18					07/20/2005 ⁽⁶⁾	07/20/2014	

Non-Qualified
Stock Option
(right to buy)

Common
Stock

Non-Qualified
Stock Option \$ 24.21
(right to buy)

07/29/2006⁽⁷⁾ 07/29/2015

Common
Stock

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MEYERS DAVID P 603 QUEENSBURY AVE. QUEENSBURY, NY 12804		X		

Signatures

By: Ronald F. Lamy For: David P.
Meyers

05/23/2006

**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 for 80% of the shares are exercisable on 12/30/04. Options for 20% of the shares are exercisable on 6/3/2005.
- (2) Options for 60% of the shares are exercisable on 12/30/2004. Options for 20% of the shares are exercisable on 6/2/2005. Options for 20% of the shares will become exercisable on 6/2/2006.
- (3) Options for 40% of the shares are exercisable on 12/30/04. Options for 20% of the shares are each exercisable on 5/21/05, 5/21/2006 and 5/21/2007, respectively.
- (4) Options for 20% of the shares are exercisable on 12/30/04. Options for 20% of the shares are each exercisable on 5/31/2005, 5/31/2006, 5/31/2007, and 5/31/2008 respectively.
- (5) Options for 50% of the shares each expire on May 29, 2006 and May 29, 2007, respectively.
- (6) Options for 25% of the shares are each exercisable on 7/20/05, 7/20/06, 7/20/07, 7/20/08, respectively.
- (7) Options for 33 1/3% of the shares are each exercisable on 7/29/06, 7/29/07, and 7/29/08, 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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