

AMEDISYS INC
Form 4
May 10, 2017

FORM 4

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

OMB APPROVAL

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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 *
Pernosky Lawrence R

(Last) (First) (Middle)

3854 AMERICAN WAY, SUITE A

(Street)

BATON ROUGE, LA 70816

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
AMEDISYS INC [AMED]

3. Date of Earliest Transaction
(Month/Day/Year)
05/08/2017

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 Human Resources 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)
			Code	V	Amount	Price	
Common Stock	05/08/2017		M		8,876	\$ 27.35	A 30,093 D
Common Stock	05/08/2017		S		12,281	\$ 58.65 (1)	D 17,812
Common Stock	05/09/2017		M		11,500	\$ 27.35	A 29,312 D
Common Stock	05/09/2017		S		10,900	\$ 58.75 (2)	D 18,412
	05/09/2017		S		600		D 17,812

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Common Stock					\$ 59.25 (3)			
Common Stock	05/10/2017		M	2,124	A	\$ 27.35	19,936	D
Common Stock	05/10/2017		M	5,626	A	\$ 27.35	25,562	D
Common Stock	05/10/2017		M	3,750	A	\$ 27.35	29,312	D
Common Stock	05/10/2017		S	11,300	D	\$ 58.99 (4)	18,012	D
Common Stock	05/10/2017		S	200	D	\$ 57.83 (5)	17,812	D
Common Stock	05/08/2017		S	214,989	D	\$ 58.45	0	I
								Through 401(k) Plan

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

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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 Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 27.35	05/08/2017		M	8,876	(6) 05/01/2025	Common Stock	8,876
Stock Option (Right to Buy)	\$ 27.35	05/09/2017		M	11,500	(6) 05/01/2025	Common Stock	11,500

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On May 1, 2015, the reporting person was granted 11,250 performance-based stock options (the "2015 Tranche Stock Options") that were subject to achievement of identified performance goals for fiscal year 2015, which the Compensation Committee of the Issuer's Board of Directors has certified as achieved. The 2015 Tranche Stock Options are subject to additional time-based vesting conditions (2,813 vested on May 1, 2016, 2,813 vested on May 1, 2017, 2,812 will vest on May 1, 2018 and 2,812 will vest on May 1, 2019), assuming the Reporting Person remains continuously employed by the Issuer on such date, subject to certain pro-rated vesting provisions as provided in the award agreement for the 2015 Tranche Stock Options.

- (8) On May 1, 2015, the reporting person was granted 11,250 performance-based stock options (the "2016 Tranche Stock Options") that were subject to achievement of identified performance goals for fiscal year 2016, which the Compensation Committee of the Issuer's Board of Directors has certified as achieved. The 2016 Tranche Stock Options are subject to additional time-based vesting conditions (one-third vested on May 1, 2017, and one-third will vest on each of May 1, 2018 and May 1, 2019), assuming the Reporting Person remains continuously employed by the Issuer on such date, subject to certain pro-rated vesting provisions as provided in the award agreement for the 2016 Tranche Stock Options.

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.