

STERN HOWARD S
Form 4
December 22, 2005

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
Expires: January 31, 2005
Estimated average
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
STERN HOWARD S
(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)
12/21/2005

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)
Common Stock	12/21/2005		S(1)	1,624 D	\$ 24.25 1,652,761	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 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 Underlying Security (Instr. 3 and 4)				
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Am or Num of S
Non-Qualified Stock Option (right to buy)	\$ 4.3478					12/30/2004		03/04/2007		Common Stock	78
Non-Qualified Stock Option (right to buy)	\$ 4.3478					12/30/2004		05/30/2008		Common Stock	2,
Non-Qualified Stock Option (right to buy)	\$ 4.3478					12/30/2004		05/29/2009		Common Stock	2,
Non-Qualified Stock Option (right to buy)	\$ 4.3478					06/03/2005 ⁽²⁾		06/03/2010		Common Stock	2,
Non-Qualified Stock Option (right to buy)	\$ 4.3478					06/02/2005 ⁽³⁾		06/02/2011		Common Stock	2,
Non-Qualified Stock Option (right to buy)	\$ 4.4016					10/30/2004		11/23/2005 ⁽⁴⁾		Common Stock	7
Non-Qualified Stock Option (right to buy)	\$ 4.716					10/30/2004		11/23/2005 ⁽⁴⁾		Common Stock	7
Non-Qualified Stock Option (right to buy)	\$ 9.7986					05/29/2005		05/29/2006 ⁽⁵⁾		Common Stock	1,
Non-Qualified Stock Option (right to buy)	\$ 13.18					07/20/2005 ⁽⁶⁾		07/20/2014		Common Stock	6,
Non-Qualified Stock Option (right to buy)	\$ 24.21					07/29/2006 ⁽⁷⁾		07/29/2015		Common Stock	6,

