

YOUNG RODNEY A  
Form 4  
June 07, 2010

**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 \*  
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 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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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. Number of Derivative Securities Owned Following Transaction (Instr. 6)
				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  
 \_\_Signature of Reporting Person  
 06/07/2010  
 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.
  - (2) 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 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. 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.