

AMEDISYS INC  
Form 4  
April 04, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
REDMAN DALE E

(Last) (First) (Middle)  
5959 S. SHERWOOD FOREST  
BLVD.  
(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)  
04/01/2011

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_ Director \_\_\_ 10% Owner  
\_X\_ Officer (give title below) \_\_\_ Other (specify below)  
Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ 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 (A) or (D) Price		
Common Stock	04/01/2011		M		6,925 A \$ 21,667	D	
Common Stock	04/01/2011		A		9,739 (4) A \$ 31,406	D	
Common Stock	04/01/2011		F		563 D \$ 32.73 30,843	D	
Common Stock						I	Through 401(k)
							1,120

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)

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 or Value of Underlying Securities (Instr. 3 and 4)
Restricted Stock Unit	<u>(1)</u>	04/01/2011		M	3,823	<u>(2)</u> <u>(2)</u>	Common Stock	3,823
Restricted Stock Unit	<u>(1)</u>	04/01/2011		M	3,102	<u>(3)</u> <u>(3)</u>	Common Stock	3,102

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
REDMAN DALE E 5959 S. SHERWOOD FOREST BLVD. BATON ROUGE, LA 70816			Chief Financial Officer	

## Signatures

/s/ Celeste R. Peiffer on behalf of Dale E. Redman pursuant to a Power of Attorney 04/04/2011

\_\_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) Each Restricted Stock Unit represents a contingent right to receive one share of the issuer's Common Stock

On February 22, 2011, the reporting person was awarded Restricted Stock Units that vest in two equal annual installments on April 1, 2011 and April 1, 2012, assuming the reporting person remains continuously employed by the issuer from the grant date until the applicable vesting date. Upon vesting, each Restricted Stock Unit is settled by delivery of the underlying shares of Common Stock.

(3) On April 1, 2009, the reporting person was awarded Restricted Stock Units that vest in three equal annual installments on April 1, 2010, April 1, 2011 and April 1, 2012 assuming the reporting person remains continuously employed by the issuer from the grant date until the

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applicable vesting date. Upon vesting, each Restricted Stock Unit is settled by delivery of the underlying shares of Common Stock.

- (4) The shares granted are subject to time-based vesting conditions and will vest in equal, one-third installments on April 1, 2012, April 1, 2013 and April 1, 2014, provided that the reporting person is still employed by the issuer on each such date.

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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