

AMEDISYS INC  
Form 4  
January 05, 2012

**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 \*  
**BORNE WILLIAM F**

(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)  
**01/03/2012**

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 // Chairman of the Board**

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) | (A) or (D) | 5. Amount or Price | 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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|------------|--------------------|---|--|--|
| Common Stock                    | 01/03/2012                           |  | M                              | 23,627  | A          | \$ 0               | 232,163   | D  |  |
| Common Stock                    | 01/03/2012                           |  | M                              | 32,160  | A          | \$ 0               | 264,323   | D  |  |
| Common Stock                    | 01/03/2012                           |  | F                              | 13,948  | D          | \$ 11.18           | 250,575   | D  |  |
| Common Stock                    |                                      |  |                                |   |            |                    | 19,426  | I  | Though 401(k)                              |
| Common Stock                    |                                      |  |                                |   |            |                    | 15,000 <sup>(1)</sup>   | I  | By Spouse                                  |

|                 |                       |   |  |
|-----------------|-----------------------|---|--|
| Common<br>Stock | 23,988 <sup>(1)</sup> | I | By<br>William F.<br>Borne<br>Family<br>Trust |
|-----------------|-----------------------|---|--|

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

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(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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                         |
| Restricted Stock Unit                      | (2)  | 01/03/2012                           |  | M                              | 23,627  | (3)  | (3)   | Common Stock 23,627           |
| Restricted Stock Unit                      | (2)  | 01/03/2012                           |  | M                              | 32,160  | (4)  | (4)   | Common Stock 32,160           |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                           |                       |
|---|---------------|-----------|---------------------------|-----------------------|
|   | Director      | 10% Owner | Officer                   | Other                 |
| BORNE WILLIAM F<br>5959 S. SHERWOOD FOREST BLVD.<br>BATON ROUGE, LA 70816 | X             |           | Chief Executive Officer / | Chairman of the Board |

## Signatures

/S/ Celeste R. Peiffer on behalf of William F. Borne pursuant to a Power of Attorney 01/05/2012

\_\_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).

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- (1) The reporting person disclaims beneficial ownership of these securities. This report shall not be deemed an admission of beneficial ownership of these securities, for purposes of Section 16 or for other purposes.
- (2) Each Restricted Stock Unit represents a contingent right to receive one share of the issuer's Common Stock.  
On May 1, 2007, the reporting person was awarded 23,627 Restricted Stock Units that vested in three equal installments on May 1, 2008, May 1, 2009 and May 1, 2010. Effective January 3, 2012, each vested Restricted Stock Unit was settled by delivery of the underlying share of Common Stock.
- (3) On May 23, 2007, the reporting person was awarded 32,160 Restricted Stock Units that vested in four equal installments on May 24, 2008, May 24, 2009, May 24, 2010 and May 24, 2011. Effective January 3, 2012, each vested Restricted Stock Unit was settled by delivery of the underlying share of Common Stock.
- (4)

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.