AMEDISYS INC
Form 3
May 02, 2016

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *
Â Kemmerly David L
(Last) (First) (Middle)

5959 S. SHERWOOD FOREST BLVD.
(Street)

BATON ROUGE,Â LAÂ 70816
(City) (State) (Zip)

2. Date of Event Requiring Statement (Month/Day/Year)
04/20/2016

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

4. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
_____ Director
_____ 10% Owner
__X__ Officer (give title below)
_____ Other (specify below)
See Remarks

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

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 Beneficially Owned

1.Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	12,612 (1)	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (*e.g.*, puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
		Title			

	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	Â (2)	05/01/2025	Common Stock	37,500	$ 27.35	D	Â
Stock Option (Right to Buy)	Â (3)	05/01/2025	Common Stock	9,375	$ 27.35	D	Â
Stock Option (Right to Buy)	Â (4)	05/01/2025	Common Stock	9,375	$ 27.35	D	Â
Stock Option (Right to Buy)	Â (5)	05/01/2025	Common Stock	9,375	$ 27.35	D	Â
Stock Option (Right to Buy)	Â (6)	05/01/2025	Common Stock	9,375	$ 27.35	D	Â
Restricted Stock Units	Â (7)	Â (7)	Common Stock	12,500	$ (7)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kemmerly David L 5959 S. SHERWOOD FOREST BLVD. BATON ROUGE,Â LAÂ 70816	Â	Â	Â See Remarks	Â

Signatures

/s/ Jennifer R. Guckert, pursuant to a power of attorney	05/02/2016
**Signature of Reporting Person	Date

Explanation of Responses:

***** If the form is filed by more than one reporting person, *see* Instruction 5(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) Includes (i) 12,500 shares of time-based Restricted Stock Units ("RSUs"), each of which represents a contingent right to receive one share of the Issuer's common stock, and will vest in equal, one-third installments on each of June 4, 2019, June 4, 2020 and June 4, 2021, provided that the Reporting Person remains continuously employed by the Issuer on each such date, subject to certain pro-rated vesting provisions as provided in the award agreement for the RSUs; (ii) 18 shares of common stock acquired under the Issuer's employee stock purchase plan; and (iii) 94 shares of common stock acquired under the Issuer's 401(k) plan.

(2) The Stock Options are subject to time-based vesting conditions and will vest in equal, one-third installments on each of May 1, 2019, May 1, 2020 and May 1, 2021, provided that the Reporting Person remains continuously employed by the issuer on each such date, subject to pro-rated vesting provisions as provided in the award agreement for the Stock Options.

(3) The Stock Options are subject to performance-based vesting conditions and will vest, if at all, based on (i) the certification by the Compensation Committee of the Issuer's Board of Directors of the achievement of identified performance goals for fiscal year 2015 and (ii) additional time-based vesting conditions (one-third on each of May 1, 2016, May 1, 2017 and May 1, 2018), 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 Stock Options.

(4) The Stock Options are subject to performance-based vesting conditions and will vest, if at all, based on (i) the certification by the Compensation Committee of the Issuer's Board of Directors of the achievement of identified performance goals for fiscal year 2016 and

(ii) additional time-based vesting conditions (one-third on each of May 1, 2017, 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 Stock Options.

(5) The Stock Options are subject to performance-based vesting conditions and will vest, if at all, based on (i) the certification by the Compensation Committee of the Issuer's Board of Directors of the achievement of identified performance goals for fiscal year 2017 and (ii) additional time-based vesting conditions (one-third on each of May 1, 2018, May 1, 2019 and May 1, 2020), 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 Stock Options.

(6) The Stock Options are subject to performance-based vesting conditions and will vest, if at all, based on the certification by the Compensation Committee of the Issuer's Board of Directors of the achievement of identified performance goals for fiscal year 2018 and (ii) additional time-based vesting conditions (one-third on each of May 1, 2019, May 1, 2020 and May 1, 2021), 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 Stock Options.

(7) The RSUs awarded are subject to performance-based vesting and will vest (i) on the certification by the Compensation Committee of the Issuer's Board of Directors of the achievement of identified performance goals for fiscal years 2015 through 2018, respectively, and (ii) additional time-based vesting conditions (2015 Tranche: one-third on each of June 4, 2016, 2017 and 2018; 2016 Tranche: one-third on each of June 4, 2017, 2018 and 2019; 2017 Tranche: one-third on each of June 4, 2018, 2019 and 2020; and 2018 Tranche: one-third on each of June 4, 2019, 2020 and 2021), assuming the Reporting Person remains continuously employed by the Issuer on each such date, subject to certain pro-rated vesting provisions as provided in the award agreement for the RSUs.

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Remarks:

GeneralÂ CounselÂ andÂ SeniorÂ ViceÂ PresidentÂ ofÂ GovernmentÂ Affairs

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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