

AMEDISYS INC  
Form 4  
November 14, 2013

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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 \*  
KKR Asset Management LLC

(Last) (First) (Middle)

C/O KKR ASSET MANAGEMENT LLC, 555 CALIFORNIA STREET, 50TH FLOOR

(Street)

SAN FRANCISCO, CA 94104

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)  
11/12/2013

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_\_\_ Form filed by One Reporting Person  
\_X\_ 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 Indirect Ownership (Instr. 4) |   |                       |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|---|-----------------------|
|                                 |                                      |  |                                | Code V  | Amount  | (A) or (D)   | Price                                      |   |                       |
| Common Stock                    | 11/12/2013                           |  | P                              | 13,333  | A   | \$ 13.9832   | 3,477,948                                  | I | See footnotes (5) (6) |
| Common Stock                    | 11/12/2013                           |  | P                              | 468,167   | A   | \$ 14.3568   | 3,946,115                                  | I | See footnotes (5) (6) |
| Common Stock                    | 11/13/2013                           |  | P                              | 300,000   | A   | \$ 13.3677   | 4,246,115                                  | I | See footnotes (5) (6) |
| Common                          | 11/14/2013                           |  | P                              | 165,000   | A   | \$   | 4,411,115                                  | I | See                   |

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Stock 13,5296 footnotes  
(4) (5) (6)

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

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**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 of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|  |  |                                      |  |                                |   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares   |
|  |  |                                      |  |                                |   | Code   | V   | (A)  | (D)  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |         |       |
|--|---------------|-----------|---------|-------|
|  | Director      | 10% Owner | Officer | Other |
| KKR Asset Management LLC<br>C/O KKR ASSET MANAGEMENT LLC<br>555 CALIFORNIA STREET, 50TH FLOOR<br>SAN FRANCISCO, CA 94104 |               | X         |         |       |
| Kohlberg Kravis Roberts & Co. L.P.<br>9 WEST 57TH STREET SUITE 4200<br>NEW YORK, NY 10019                                |               | X         |         |       |
| KKR Management Holdings L.P.<br>9 WEST 57TH STREET 41ST FLOOR<br>NEW YORK, NY 10019                                      |               | X         |         |       |
| KKR Management Holdings Corp<br>9 WEST 57TH STREET 41ST FLOOR<br>NEW YORK, NY 10019                                      |               | X         |         |       |
| KKR Group Holdings L.P.<br>9 WEST 57TH STREET 41ST FLOOR   |               | X         |         |       |

|                                  |   |
|----------------------------------|---|
| NEW YORK, NY 10019               |   |
| KKR Group Ltd                    |   |
| 9 WEST 57TH STREET 41ST FLOOR    | X |
| NEW YORK, NY 10019               |   |
| KKR & Co. L.P.                   |   |
| 9 WEST 57TH STREET               |   |
| SUITE 4200                       | X |
| NEW YORK, NY 10019               |   |
| KKR Management LLC               |   |
| 9 WEST 57TH STREET 41ST FLOOR    | X |
| NEW YORK, NY 10019               |   |
| KRAVIS HENRY R                   |   |
| C/O KOHLBERG KRAVIS ROBERTS & CO |   |
| 9 WEST 57TH ST                   | X |
| NEW YORK, NY 10019               |   |
| ROBERTS GEORGE R                 |   |
| 2800 SAND HILL ROAD              | X |
| MENLO PARK, CA 94025             |   |

## Signatures

|  |            |
|--|------------|
| KKR ASSET MANAGEMENT LLC By: /s/ Nicole J. Macarchuk Name: Nicole J. Macarchuk Title: General Counsel  | 11/14/2013 |
| __Signature of Reporting Person  | Date       |
| KOHLBERG KRAVIS ROBERTS & CO. L.P. By: /s/ Richard J. Kreider Name: Richard J. Kreider Title: Attorney-in-fact for William Janetschek, Chief Financial Officer   | 11/14/2013 |
| __Signature of Reporting Person  | Date       |
| KKR MANAGEMENT HOLDINGS L.P. By: KKR Management Holdings Corp., its general partner By: /s/ Richard J. Kreider Name: Richard J. Kreider Title: Attorney-in-fact for William J. Janetschek, Chief Financial Officer | 11/14/2013 |
| __Signature of Reporting Person  | Date       |
| KKR MANAGEMENT HOLDINGS CORP. By: /s/ Richard J. Kreider Name: Richard J. Kreider Title: Attorney-in-fact for William J. Janetschek, Chief Financial Officer   | 11/14/2013 |
| __Signature of Reporting Person  | Date       |
| KKR GROUP HOLDINGS L.P. By: KKR Group Limited, its general partner By: /s/ Richard J. Kreider Name: Richard J. Kreider Title: Attorney-in-fact for William J. Janetschek, Director                                 | 11/14/2013 |
| __Signature of Reporting Person  | Date       |
| KKR GROUP LIMITED By: /s/ Richard J. Kreider Name: Richard J. Kreider Title: Attorney-in-fact for William J. Janetschek, Director  | 11/14/2013 |
| __Signature of Reporting Person  | Date       |
| KKR & CO. L.P. By: KKR Management LLC, its general partner By: /s/ Richard J. Kreider Name: Richard J. Kreider Title: Attorney-in-fact for William J. Janetschek, Chief Financial Officer                          | 11/14/2013 |
| __Signature of Reporting Person  | Date       |

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|  |            |
|--|------------|
| KKR MANAGEMENT LLC By: /s/ Richard J. Kreider Name: Richard J. Kreider Title:<br>Attorney-in-fact for William J. Janetschek, Chief Financial Officer | 11/14/2013 |
| __Signature of Reporting Person  | Date       |
| HENRY R. KRAVIS By: /s/ Richard J. Kreider Name: Richard J. Kreider Title:<br>Attorney-in-fact   | 11/14/2013 |
| __Signature of Reporting Person  | Date       |
| GEORGE R. ROBERTS By: /s/ Richard J. Kreider Name: Richard J. Kreider Title:<br>Attorney-in-fact   | 11/14/2013 |
| __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) The price reported in Column 4 is a weighted average price. These shares of common stock, par value \$0.001 per share ("Common Stock"), of Amedisys Inc. (the "Issuer") were purchased in multiple transactions ranging from \$13.955 up to but excluding \$14.00. The reporting persons undertake to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares purchased at each separate price within the ranges set forth in footnotes (1), (2), (3) and (4).
  - (2) The price reported in Column 4 is a weighted average price. These shares of Common Stock were purchased in multiple transactions ranging from \$14.00 to \$15.00, inclusive.
  - (3) The price reported in Column 4 is a weighted average price. These shares of Common Stock were purchased in multiple transactions ranging from \$12.80 to \$13.70, inclusive.
  - (4) The price reported in Column 4 is a weighted average price. These shares of Common Stock were purchased in multiple transactions ranging from \$12.99 to \$13.77, inclusive.
  - (5) Represents the aggregate number of shares of Common Stock held in client accounts for which KKR Asset Management LLC ("KAM") serves as an investment advisor.

Kohlberg Kravis Roberts & Co. L.P. is the holder of all of the outstanding equity interests in KAM. KKR Management Holdings L.P. is the general partner of Kohlberg Kravis Roberts & Co. L.P. and KKR Management Holdings Corp. is the general partner of KKR Management Holdings L.P. KKR Group Holdings L.P. is the sole shareholder of KKR Management Holdings Corp. and KKR Group Limited is the general partner of KKR Group Holdings L.P. KKR & Co. L.P. is the sole shareholder of KKR Group Limited. KKR Management LLC is the general partner of KKR & Co. L.P. Messrs. Henry R. Kravis and George R. Roberts are the designated members of KKR Management LLC. As a result of the relationships described in footnotes (5) and (6), each of the Reporting Persons may be deemed to have beneficial ownership of the securities held in one or more of the client accounts.
  - (6)

### Remarks:

Each Reporting Person disclaims beneficial ownership of any securities reported herein, except to the extent of such Reporting

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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