#### Edgar Filing: Cardiovascular Systems Inc - Form 4

Form 4	ar Systems Inc							
August 13, 20							OMB A	PPROVAL
FORM	UNITEDS	TATES SECUI Wa	RITIES AND shington, D.			COMMISSION	OMB Number:	3235-0287
Check thi if no long subject to	er STATEM	ENT OF CHAN			CIAL OW	NERSHIP OF	Expires: Estimated a	January 31, 2005 average
Section 10 Form 4 or			SECURIT	IES			burden hou response	•
Form 5 obligation may conti <i>See</i> Instru 1(b).	$\frac{1}{1}$ Section 17(a)	uant to Section 1 ) of the Public U 30(h) of the Ir	tility Holding	g Comp	any Act c	of 1935 or Sectio		
(Print or Type R	esponses)							
1. Name and A Blackey Bre	ddress of Reporting Pont G	Symbol	r Name <b>and</b> Tic vascular Syste		-	5. Relationship of Issuer		
(Last)	(First) (M		f Earliest Transa		[0011]	(Cheo	ck all applicable	2)
651 CAMPU	JS DRIVE	(Month/I 08/11/2	Day/Year) 014			X Director Officer (give below)		Owner er (specify
	(Street)		endment, Date O nth/Day/Year)	Driginal		6. Individual or Jo Applicable Line) _X_ Form filed by	-	-
ST. PAUL, I	MN 55112					Form filed by M Person	More than One Re	eporting
(City)	(State) (Z	Zip) Tab	le I - Non-Deriv	vative Se	ecurities Ac	quired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	TransactionA Code D	Securiti cquired bisposed nstr. 3, 4	(A) or of (D) • and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
					(A) or (D) Price	Transaction(s) (Instr. 3 and 4)		
Common Stock			Code V A	imount	(D) Price		D	

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 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)	e 3A. Deemed Execution Date, if any (Month/Day/Year)	Code	5. Number onof Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ve Expiration D (Month/Day,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (I	D) Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 7.9					<u>(1)</u>	10/08/2017	Common Stock	38,820	
Stock Option (right to buy)	\$ 7.9					<u>(1)</u>	10/08/2017	Common Stock	6,470	
Restricted Stock Units	(2)					(2)	<u>(2)</u>	Common Stock	5,714	
Restricted Stock Units	(2)					<u>(2)</u>	(2)	Common Stock	11,628	
Restricted Stock Units	(2)					(2)	(2)	Common Stock	21,739	
Restricted Stock Units	<u>(2)</u>					(2)	(2)	Common Stock	7,192	
Restricted Stock Units	(2)					(2)	(2)	Common Stock	10,917	
Restricted Stock Units	<u>(3)</u>					08/13/201	5 08/13/2015	Common Stock	2,749	
Restricted Stock Units	<u>(2)</u>					(2)	(2)	Common Stock	4,580	
Restricted Stock Units	<u>(3)</u>	08/11/2014		A	2,045 (4)	08/31/201	6 08/31/2016	Common Stock	2,045	
Restricted Stock	<u>(5)</u>	08/11/2014		А	4,260	(5)	(5)	Common Stock	4,260	

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Units

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships						
Reporting Owner Mane / Address	Director	10% Owner	Officer	Other			
Blackey Brent G							
651 CAMPUS DRIVE	Х						
ST. PAUL, MN 55112							

### Signatures

/s/ Amanda Schmall as Attorney-in-Fact for Brent G. Blackey pursuant to Power of Attorney 08/13/2014 filed herewith.

\*\*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) Fully exercisable.

Each restricted stock unit represents the right to receive a payment from CSI equal in value to the market price per share of CSI common(2) stock on the date of payment and shall be payable in cash or shares of Company common stock beginning six months following the termination of each director's board membership.

- (3) Each restricted stock unit represents the right to receive a payment from CSI equal in value to the market price per share of CSI common stock on the date of payment and shall be payable in cash or shares of Company common stock on the payment date.
- (4) Represents restricted stock units received at the election of the reporting person, in lieu of cash payment, as a retainer for service as a director of the Company during fiscal year 2015.

Each restricted stock unit represents the right to receive a payment from CSI equal in value to the market price per share of CSI common stock on the date of payment, and shall be payable in cash or shares of Company common stock beginning six months following the

(5) stock on the date of payment, and shart be payable in each of shares of company common stock beginning six months following the termination of each director's board membership; provided, however, that the restricted stock units vest in quarterly amounts of 1,065 on each of September 30, 2014, December 31, 2014, March 31, 2015 and June 30, 2015.

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.