

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**
WASHINGTON, DC 20549

FORM 8-K

CURRENT REPORT
Pursuant to Section 13 or 15(d) of the
Securities Exchange Act of 1934

Date of report (Date of earliest event reported): **May 21, 2013**

AngioDynamics, Inc.

(Exact Name of Registrant as Specified in Its Charter)

Delaware
(State or Other Jurisdiction of Incorporation)

000-50761
(Commission File Number)

11-3146460
(IRS Employer Identification No.)

14 Plaza Drive, Latham, New York
(Address of Principal Executive Offices)

12110
(Zip Code)

Registrant's telephone number, including area code: **(518) 795-1400**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 7.01 – Regulation FD Disclosure.

On May 21, 2013, Joseph DeVivo, President and Chief Executive Officer of AngioDynamics, Inc. (the “Company”) and Mark Frost, Executive Vice President and Chief Financial Officer of the Company, will present to certain investors at the UBS Global Healthcare Conference. The conference slides are furnished herewith as Exhibit 99.1.

The slides are being furnished pursuant to Item 7.01 and the information contained therein shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended, or otherwise subject to the liabilities under that Section. Furthermore, the information in Exhibit 99.1 shall not be deemed to be incorporated by reference into the filings of the Company under the Securities Act of 1933, as amended.

Item 9.01 – Financial Statements and Exhibits.

(d) Exhibits.

<u>Exhibit No.</u>	<u>Description</u>
99.1	Presentation slides for the UBS Global Healthcare Conference on May 21, 2013.

Signature

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

ANGIODYNAMICS, INC.

Date: May 21, 2013

/s/ Stephen A. Trowbridge

Stephen A. Trowbridge

Vice President and General Counsel

EXHIBIT INDEX

Exhibit No.	Description	Paper (P) or Electronic (E)
99.1	Presentation slides for the UBS Global Healthcare Conference on May 21, 2013.	E



angiodynamics

Joseph DeVivo, President and CEO
Mark Frost, EVP and CFO
May 2013

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FORWARD-LOOKING STATEMENTS

Notice Regarding Forward Looking Statements

This presentation contains forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. All statements regarding AngioDynamics' expected future financial position, results of operations, cash flows, business strategy, budgets, projected costs, capital expenditures, products, competitive positions, growth opportunities, plans and objectives of management for future operations, as well as statements that include the words such as "expects," "reaffirms" "intends," "anticipates," "plans," "believes," "seeks," "estimates," "optimistic," or variations of such words and similar expressions, are forward-looking statements. These forward looking statements are not guarantees of future performance and are subject to risks and uncertainties. Investors are cautioned that actual events or results may differ from AngioDynamics' expectations. Factors that may affect the actual results achieved by AngioDynamics include, without limitation, the ability of AngioDynamics to develop its existing and new products, technological advances and patents attained by competitors, future actions by the FDA or other regulatory agencies, domestic and foreign health care reforms and government regulations, results of pending or future clinical trials, overall economic conditions, the results of on-going litigation, the effects of economic, credit and capital market conditions, general market conditions, market acceptance, foreign currency exchange rate fluctuations, the effects on pricing from group purchasing organizations and competition, the ability of AngioDynamics to integrate purchased businesses, as well as the risk factors listed from time to time in AngioDynamics' SEC filings, including but not limited to its Annual Report on Form 10-K for the year ended May 31, 2012. AngioDynamics does not assume any obligation to publicly update or revise any forward-looking statements for any reason.

In the United States, NanoKnife has been cleared by the FDA for use in the surgical ablation of soft tissue. NanoKnife has not been cleared for the treatment or therapy of a specific disease or condition. This document may discuss the use of NanoKnife for specific clinical indications for which it is not cleared in the United States at this time.

Notice Regarding Non-GAAP Financial Measures

Management uses non-GAAP measures to establish operational goals, and believes that non-GAAP measures may assist investors in analyzing the underlying trends in AngioDynamics' business over time. Investors should consider these non-GAAP measures in addition to, not as a substitute for or as superior to, financial reporting measures prepared in accordance with GAAP. In this presentation, AngioDynamics has reported non-GAAP sales growth, non-GAAP gross margin, non-GAAP operating income, adjusted EBITDA (income before interest, taxes, depreciation and amortization), non-GAAP net income and non-GAAP earnings per share. Management uses these measures in its internal analysis and review of operational performance. Management believes that these measures provide investors with useful information in comparing AngioDynamics' performance over different periods. By using these non-GAAP measures, management believes that investors get a better picture of the performance of AngioDynamics' underlying business. Management encourages investors to review AngioDynamics' financial results prepared in accordance with GAAP to understand AngioDynamics' performance taking into account all relevant factors, including those that may only occur from time to time but have a material impact on AngioDynamics' financial results. Please see the tables that follow for a reconciliation of non-GAAP measures to measures prepared in accordance with GAAP.

ANGIODYNAMICS AT A GLANCE

Corporate History

Founded 1988 | IPO May 2004 | ANGO (NASDAQ)
Acquired Vortex Medical (2012) | Navilyst (2012) | Oncobionic (2008)
| RITA Medical (2007)

Worldwide Presence

Albany NY - HQ | 1,400 Employees | 7 Operating Locations

Global Selling Reach

120+ person direct sales team in U.S.
50+ markets through 110+ distributors
20+ sales reps in Canada, Netherlands, UK, Germany and France



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A NEW DAY FOR ANGIODYNAMICS

The AngioDynamics Mission

- Develop innovative, differentiated and high quality products for clinicians and patients
- Focus our investments in product categories and geographic markets that offer sustainable, profitable growth
- Enhance our profitability by driving operation excellence across the entire organization

Long-term Financial Objectives

Grow revenues 8-10%

Grow earnings at a mid teens rate

Three Global Businesses Focused on Innovation

Peripheral Vascular
PV

- Automated fluid management
- Comprehensive venous strategy
- Thrombolysis/thrombectomy/PE
- Next generation venous ablation

Vascular Access
VA

- BioFlo as a platform technology
- Advanced techniques & procedures
- New technologies

Oncology/ Surgery
O/S

- NanoKnife standard-of-care
- Microwave
- Interventional oncology

PERIPHERAL VASCULAR BUSINESS

PV
Peripheral
Vascular



- Fluid Management
- Varicose Vein Ablation
- Venous Drainage
- Thrombus Management
- Angiographic Catheters



Strategic Objectives

Reinvigorate
NAMIC

Expand
Ablation

Build Thrombus
Management

Grow
Core

Key Growth Drivers

- Drive AngioVac Adoption
- Channel Synergy
 - Fluid Management in IR/Vascular
 - Venous Ablation in Cardiology
 - Core Products in Cardiology
- NeverTouch Direct Launch

Global Net Sales

<i>\$ in millions</i>	FY12 Pro Forma ⁽¹⁾
Fluid Mgmt	\$83
EVLT	\$41
Core Products	\$56
Total PV	\$180

(1) Pro Forma sales exclude LC Beads and include Navilyst as if combined for all of FY12.

AngioVac[®] *A novel venous drainage device*

- A highly differentiated endovascular device
- Facilitates *en bloc* removal of undesirable intravascular material
- Large, established unmet market opportunity
- FDA cleared, with encouraging early market traction; ~400 cases performed to date
- Synergistic call points - cardiac and vascular surgeons, interventionalist
- Highly attractive pricing and gross margins
- Scalable platform allows for rapid development of next generation devices
- Strong IP, including broad device and method patents

AngioVac Procedure



Introducing

AngioVac

Cannula and Circuit

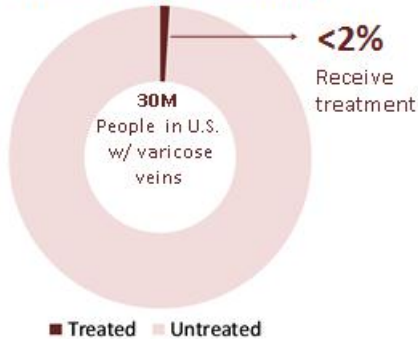
Designed to facilitate en-bloc removal of undesirable intravascular material during the performance of extracorporeal circulation.

VENACURE EVLT

The Power of Water...

PV

Large Underpenetrated Market Opportunity



- \$240 million Global market, with 10-15% CAGR
- 100,000+ VenaCure EVLT procedures in FY2013
- ANGO has ~25% share of Venous Ablation market and ~50% share of the Laser Ablation market
- Installed base of ~ 4,000 units WW, including 400+ new 1470 lasers since launch in June 2011

NeverTouch Direct[™] Procedure Kit



Advantages of NeverTouch Direct

- Less focal charring of vein wall
- Reduced perforations
- Enhanced trackability
- Faster procedure time

VASCULAR ACCESS BUSINESS



- PICC Lines
- Implantable Ports
- Dialysis & Renal Infusion



Strategic Objectives

Penetrate & Convert

BIOFLO BIOFLO
BIOFLO

Key Growth Drivers

- **BioFlo PICCs**
Received FDA 510(k) clearance
- **BioFlo Ports & BioFlo Dialysis Catheters**
510(k)s planned for FY13
- **Tip Location**
Distribution agreement
- **Strategic Acquisitions**

Global Net Sales

<i>\$ in millions</i>	FY12 Pro Forma ⁽¹⁾
PICCs	\$54
Ports	\$32
Dialysis/Other	\$28
Total VA	\$114

(1) Pro Forma sales exclude LC Beads and include Navilyst as if combined for all of FY12.

2.7M PICCs placed by nurses & Physicians in 2012¹



Symptomatic 3-7.8%

PICC-Related UEDVT Incidence Rates^{2,3}

UEDVT Incidents

81,000-211,000



Estimated Cost Per Incident⁴

\$11,957



U.S. Cost
of Hospital-Acquired DVT

\$1B - \$2.5B

¹US MARKETS FOR VASCULAR ACCESS DEVICES 2012 - MillenniumResearch Group

²Evans SR, Sharp JH, Lorraine LH, et al. CHEST 2010;138; 803-810

³Cowl CT, et al. Complications and cost associated with parenteral nutrition delivered to hospitalized patients through either subclavian or peripherally inserted central catheters Clinical Nutrition (2000) 19 (4): 237-243

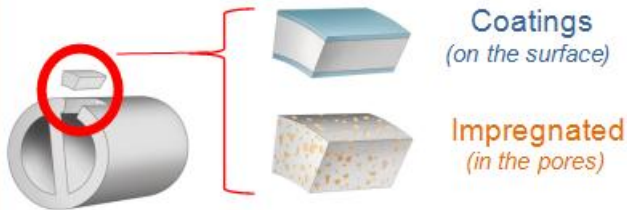
⁴Lissovoy Gd, et al. Cost for Inpatient Care of Venous Thrombosis. Arch Intern Med. 2000;160:3160-3165.

BIOFLO TECHNOLOGY (cont'd)

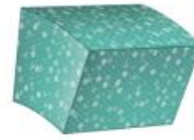
VA

A Revolutionary PICC Technology...

Current Next Generation PICC Technologies



The BioFlo™ Advantage...



Unlike other technologies that are superficial and/or transient, BioFlo is designed to be both **integral to the catheter** and **permanent**

NO HEPARIN

Minimizes complications associatedw/ heparin

NO ANTIBIOTICS

Reduces risks associatedw/ bacterialresistance

NOT A COATING

Present throughout entire catheter

NOT ELUTING

Present for life of device

NOTE: BioFlo has been cleared in the U.S., approved in Canada, and CE Marked in Europe

BIOFLO TECHNOLOGY (cont'd)

Prospective Customer Evaluation of BioFlo

VA

Hospital	BioFlo PICC Placements (6 months)	DVTs	DVT RATE
Hillcrest ¹	276	0	0
Cleveland Clinic ²	373	1	0.2%

¹ Presented at Ohio Association for Healthcare Quality conference on May 17, 2013.

² Presented at INS May 21, 2013.

ONCOLOGY / SURGERY BUSINESS



- Radiofrequency Ablation
- Microwave Ablation
- Irreversible Electroporation
- Resection & Embolization



Strategic Objectives

Drive NanoKnife Adoption

Deliver the Most Comprehensive Ablation Solution

Continue to Fill Channel

Key Growth Drivers

- NanoKnife Data
- International Microwave
- Embarc Microcatheter & Charter Guidewire launches
- Strategic Transactions

Global Net Sales

<i>\$ in millions</i>	FY12 Pro Forma ⁽¹⁾
NanoKnife	\$12
Thermal Ablation	\$23
Other Products	\$6
Total O/S	\$42

(1) Pro Forma sales exclude LC Beads and include Navilyst as if combined for all of FY12.

Microsulis

We believe Microsulis is the leading microwave tumor ablation technology on the market today

“Everything we wanted in a microwave device...”

-Current AngioDynamics RFA Customer

- 2.45Ghz system for faster tissue penetration
- Single applicator
- 5 cm ablation
- Fast ablation times
- Predictable volumes of coagulation
- Attractive pricing and gross margins



EXPANDING OUR LEADERSHIP IN TUMOR ABLATION

AngioDynamics offers a full complement of tumor ablation products that provide clinicians maximum choice in treating patients



"The US Nonvascular Interventional Radiology market with the fastest growth and greatest potential is the ablation device market"

- MRG Nov. 2012

NAVILYST INTEGRATION



- **Expecting \$7-10M in FY13 cost savings & at least \$15 million in FY14**
- **Organizational changes completed**
- **Management team now in place - best talent from both organizations**
 - New CFO
 - New Head of Quality
 - New Head of Queensbury Manuf.
 - New Chief Tech/Ops Officer
 - New Head of Regulatory
 - New Medical Director
- **Creation of three global businesses to achieve greater focus on customers and markets**

Announcement Jan 31, 2012	Closing May 22	FY13
<ul style="list-style-type: none"> ✓ Integration Leadership Office created ✓ External consultant retained ✓ Significant joint planning conducted ✓ \$5-7M FY13 synergies validated ✓ Prelim org realignment developed ✓ 100 day post-closing plan created 	<ul style="list-style-type: none"> ✓ Flawless Day 1 transition ✓ S&M org changes implemented ✓ G&A org changes implemented ✓ CTO hired ✓ U.S. & Int'l sales meetings conducted ✓ Creation of 3 global businesses 	<ul style="list-style-type: none"> ✓ Ongoing synergy capture ✓ Rollout of brand refresh ✓ Consolidated global QMS <input type="checkbox"/> ERP Implementation <input type="checkbox"/> Functional shared service consolidation <input type="checkbox"/> Accelerated ops excellence activities

FISCAL 2013 Q3 RESULTS

<i>\$ in millions, except per share amounts</i>	Pro Forma^(a) 3 months ended Feb 28, 2013^(b)	Reported YOY Growth
WW Sales	\$81.6	58%
<i>% growth</i>	<i>(2%)</i>	
Vascular Sales	\$69.0	82%
<i>% growth</i>	<i>(4%)</i>	
Onc/Surg Sales	\$10.4	(23%)
<i>% growth</i>	<i>10%</i>	
U.S. Sales	\$65.9	51%
<i>% growth</i>	<i>(5%)</i>	
Int'l Sales	\$15.7	97%
<i>% growth</i>	<i>10% constant currency</i>	
Adjusted EBITDA	\$12.7	108%
Adjusted EPS	\$0.08	60%

(a) Announced April 8, 2013. As if AngioDynamics (excluding LC Beads) and Navilyst Medical were combined in all periods.
 (b) Days sales outstanding for the three months ended Feb 28, 2013 and Feb 29, 2012, were 60 and 61 days, respectively.

FISCAL 2013 GUIDANCE

*\$ in millions, except
per share amounts*

	Adjusted Non-GAAP Q4	Adjusted Non-GAAP Full Year
Sales (a)	\$85 — \$89	\$337 — \$341
EBITDA (b)(c)	\$10 — \$12	\$50 — \$52
EPS (d)	\$0.04 — \$0.07	\$0.32 — \$0.35

(a) Fiscal Year 2012 pro forma combined sales excluding LC Beads were \$344.3 million.

(b) Adjusted result reflects an estimated \$16 million in acquisition-related and restructuring costs, which include amortization of inventory basis step-up, accelerated asset depreciation, transaction-related professional fees, employment severance costs, our QCTA program, the closure of the U.K. manufacturing facility, and an impairment charge associated with a discontinued product offering.

(c) \$16 million in amortization, \$8 million in depreciation, and \$2 million in purchase accounting expenses related to Vortex Medical and Microsulis acquisitions are excluded.

(d) Approximately 36 million diluted shares outstanding and a 37% tax rate.

INVESTMENT SUMMARY

- **Three global business focused on innovation with multiple growth drivers**
- **Optimized R&D organization to enhance new product pipeline**
- **Adding products with high growth potential such as BioFlo and AngioVac**
- **Significantly improving quality management system**
- **Rapid growth from international business with significant upside**
- **Major emphasis on cost reduction initiatives and operational excellence**
- **Optimized capital structure with continued strong cash flow generation**
- **Stronger executive management team and talent pool**
- **Accelerating long-term sales growth and profitability**



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