

E-Z-EM, Inc.
Form 4
April 02, 2008

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
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2005
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Thrall James H

(Last) (First) (Middle)

55 FRUIT STREET

(Street)

BOSTON, MA 02114

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
E-Z-EM, Inc. [EZEM]

3. Date of Earliest Transaction
(Month/Day/Year)
04/01/2008

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)

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)	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 Ownership (Instr. 4)
				(A) or (D)			
Common Stock	04/01/2008		D	2,000	D	0	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
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SEC 1474
(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Common Stock Option ⁽²⁾	\$ 13.45	04/01/2008		D		24,000		01/19/2005	01/18/2015	Common Stock	24,000
Common Stock Option ⁽²⁾	\$ 14.68	04/01/2008		D		4,000		05/28/2006	05/27/2015	Common Stock	4,000
Common Stock Option ⁽²⁾	\$ 17.49	04/01/2008		D		5,000		05/16/2006	05/15/2016	Common Stock	5,000
Common Stock Option ⁽²⁾	\$ 15.64	04/01/2008		D		4,000		06/03/2006	06/02/2016	Common Stock	4,000
Common Stock Option ⁽²⁾	\$ 16.68	04/01/2008		D		4,000		06/02/2008	06/01/2017	Common Stock	4,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Thrall James H 55 FRUIT STREET BOSTON, MA 02114	X			

Signatures

By: Joseph A. Cacchioli, as
Attorney-In-Fact

04/02/2008

 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) Disposed of pursuant to the Agreement and Plan of Merger by and among the issuer, Bracco Diagnostics, Inc., Eagle Acquisition Sub, Inc. and, for limited purposes, Bracco Imaging S.p.A. in exchange for a cash payment of \$21.00 per share.

(2) Options granted under E-Z-EM's 2004 Stock and Incentive Award Plan.

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- (3) This option was cancelled in the merger in exchange for a cash payment equal to the difference between the merger consideration of \$21.00 per share and the exercise price per share multiplied by the number of shares subject to the option.

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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