FORM	5
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

(State)

(Zip)

2. Transaction Date(Month/Day/Year)

2A. Deemed

Execution Date, if

any(Month/Day/Year)

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

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Litility Holding Company Act of 1935 or Section 30(b) of the

Reported. Form 4 Transactions Reported.	rr(a) of the Fut	Investment Company Act of 1940					
1. Name and Address of Reporting Person * Jackson Michael C		2. Issuer Name and Ticker or Trading Symbol LEMAITRE VASCULAR INC [LMAT]	5. Relationship of Reporting Person(s) to Issuer				
(Last) (First) C/O LEMAITRE VASCUL/ SECOND AVENUE	(Middle) AR, INC., 63	3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) 02/14/2008	(Check all applicable) X Director 10% Owner Officer (give title below) Other (specify below)				
(Street) BURLINGTON MA	01803	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

3. Transaction

Code (Instr. 8)

OMB APPROVAL

Form filed by One Reporting

Form filed by More than One

6.

Ownership

Form: Direct (D) or

Indirect (I) (Instr. 4)

7. Nature of

Indirect Beneficial Ownership

(Instr. 4)

Reporting Person

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4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)

Amount

(A) or (D)

Price

Person

5.Amount of

5.Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)

OMB Number:	3235-0362						
Expires:	January 31, 2014						
Estimated average burden							
hours per response	1.0						

X ⊢o Re Fc

(City)

1. Title of Security (Instr. 3)

Form 3 Holdings

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 Excercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any(Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of 6. Date Exercisable and Derivative Securities Expiration Date (Month/Day/Year) Disposed of (D) (Instr. 3, 4 and 5)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned	10. Ownership Form: Direct (D) or Indirect	11. Nature of Indirect Beneficial Ownership		
	Derivative Security				(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		Following Reported Transaction(s) (Instr. 4)	(I) (Instr. 4)	(Instr. 4)
Stock Option (Right to Buy)	\$ 6 .1	07/18/2007		A4	7,500		07/18/2007(1)	07/18/2014	Common Stock	7,500	\$ 6.1	7,500	I	See Footnore (2)

Explanation of Responses:

1. This option is exercisable and vests over a three-year period at a rate of 33 1/3% on the anniversary of the date listed in the table, with the balance vesting in equal annual installments over the remaining two years. These options shall continue to vest as described above to the extent that a representative of Housatonic Equity Investors, L.P. continues to perform services for the Company.

2. This option is held by Housatonic Equity Investors, L.P. Housatonic Equity Partners I, LLC is the general partner of Housatonic Equity Investors, L.P., and Michael C. Jackson is a manager of Housatonic Equity Partners I, LLC and a partner of Housatonic Equity Investors, L.P. In such capacities, the reporting person may be deemed to share voting and investment power with respect to the securities held of record by Housatonic Equity Investors, L.P. The reporting person disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein, if any, and the reporting therein of such securities shall not be construed as an admission of beneficial ownership thereof for purposes of Section 16 or for any other purpose.

Remarks:

This option grant was reported earlier on a Form 4, Statement of Changes in Beneficial Ownership, filed on behalf of Housatonic Equity Partners, L.P. on July 20, 2007.

Attorney-in-Fact ** Signature of Reporting Person Date

Christopher H. Martin

<u>02/14/2008</u>

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

* 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 See18 U.S.C. 1001 and 15 U.S.C. 78ff(a). Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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 Number.