

| OMB APPROVAL | |
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| OMB Number: | 3235-0287 |
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| 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

| | | |
|--|--|--|
| 1. Name and Address of Reporting Person* <u>Gebauer Peter R</u> (Last) (First) (Middle) <u>C/O LEMAITRE VASCULAR, INC.</u> <u>63 SECOND AVENUE</u> (Street) <u>BURLINGTON MA 01803</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>LEMAITRE VASCULAR INC [LMAT]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>President, International OP</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>03/10/2011</u> | |
| 4. If Amendment, Date of Original Filed (Month/Day/Year) <u>03/11/2011</u> | | |

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|---------|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 03/10/2011 | | M | | 20,000 | A | \$0.102 | 48,492 ⁽¹⁾ | D | |
| Common Stock | 03/10/2011 | | S | | 16,230 | D | \$6.9 | 32,262 ⁽¹⁾ | D | |
| Common Stock | 03/10/2011 | | S | | 1,200 | D | \$6.91 | 31,062 ⁽¹⁾ | D | |
| Common Stock | 03/10/2011 | | S | | 2,100 | D | \$6.92 | 28,962 ⁽¹⁾ | D | |
| Common Stock | 03/10/2011 | | S | | 470 | D | \$6.95 | 28,492 ⁽¹⁾ | D | |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|--|--|---------------------------|---|--|--|---|--|
| | | | | | | Date Exercisable | Expiration Date | | | | | |
| Stock Option (Right to Buy) | \$0.102 | 03/10/2011 | | M | 20,000 | 06/02/1997 ⁽²⁾ | 06/02/2007 ⁽³⁾ | Common Stock 20,000 | \$0 | 224,354 | D | |

Explanation of Responses:

- The amount of shares beneficially owned following the reported transaction was overstated in the original filing by 89 shares.
- This stock option is exercisable and vests over a seven-year period as follows: (1) 8.29% on August 15, 1997; (2) 16.68% on May 15 of each of 1998, 1999, 2000, 2001, and 2002; and (3) 8.29% on May 15, 2003.
- This stock option was originally reported on Form 3 as having an expiration date of June 2, 2007, but does not in fact have an expiration date. Because an expiration date is required to be reported, the originally reported expiration date is included for the sake of consistency.

/s/ Aaron M. Grossman 04/12/2011
 Attorney-in-Fact

** Signature of Reporting Person Date

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 See 18 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.