

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>LeMaitre Cornelia W</u>  (Last) (First) (Middle) C/O LEMAITRE VASCULAR, INC 63 SECOND AVENUE  (Street) BURLINGTON MA 01803  (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)  <input checked="" type="checkbox"/> Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>VP, Human Resources, Director</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>10/30/2013</u>	
4. If Amendment, Date of Original Filed (Month/Day/Year) <u>11/01/2013</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	10/30/2013		S		4,000	D	\$7.75	190,581 <sup>(1)</sup>	D	
Common Stock	10/31/2013		S		6,000	D	\$7.75	184,581 <sup>(1)</sup>	D	
Common Stock	10/31/2013		S		10,000	D	\$8	174,581 <sup>(1)</sup>	D	
Common Stock								468,937	I <sup>(2)</sup>	By spouse

**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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Stock Option (Right to Buy)	\$10.45							01/27/2005 <sup>(3)</sup>	01/27/2015	Common Stock	2,545	2,545	I <sup>(2)</sup>	By spouse
Stock Option (Right to Buy)	\$11.3							07/20/2005 <sup>(3)</sup>	07/20/2015	Common Stock	1,327	1,327	I <sup>(2)</sup>	By spouse
Stock Option (Right to Buy)	\$3							07/27/2009 <sup>(4)</sup>	07/27/2016	Common Stock	1,510 <sup>(5)</sup>	1,510 <sup>(5)</sup>	I <sup>(2)</sup>	By spouse
Stock Option (Right to Buy)	\$5.85							07/26/2010 <sup>(4)</sup>	07/26/2017	Common Stock	5,712	5,712	I <sup>(2)</sup>	By spouse
Stock Option (Right to Buy)	\$7.1							07/26/2011 <sup>(4)</sup>	07/26/2018	Common Stock	5,493	5,493	I <sup>(2)</sup>	By spouse

**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)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$6.23							07/25/2012 <sup>(4)</sup>	07/25/2019	Common Stock	6,531		6,531	I <sup>(2)</sup>	By spouse
Stock Option (Right to Buy)	\$6.67							07/24/2013 <sup>(4)</sup>	07/24/2020	Common Stock	11,444		11,444	I <sup>(2)</sup>	By spouse

**Explanation of Responses:**

1. Reflects a difference of 2 shares from direct ownership previously reported.
2. The securities are held by the Reporting Person's spouse and were not previously reported as an indirect holding of the Reporting Person.
3. This option is fully vested and exercisable.
4. This option is exercisable and vests over a five-year period at a rate of 20% on the first anniversary of the date listed in the table, and the balance vesting in equal annual installments over the remaining four years.
5. Represents the remaining shares subject to this option as this option was previously exercised in part.

**Remarks:**

The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

Laurie A. Churchill, Attorney- 12/13/2013  
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.

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