

SURMODICS INC

Form 4

July 26, 2006

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
KOCH DAVID A

(Last) (First) (Middle)

505 N. HIGHWAY 169, SUITE 595

(Street)

PLYMOUTH, MN 55441

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
SURMODICS INC [SRDX]

3. Date of Earliest Transaction
(Month/Day/Year)
07/25/2006

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount (A) or (D)	Price	
Common Stock	07/25/2006		S		10,112	D \$ 36	760,183 D
Common Stock	07/25/2006		S		1,800	D \$ 36.01	758,383 D
Common Stock	07/25/2006		S		1,600	D \$ 36.02	756,783 D
Common Stock	07/25/2006		S		600	D \$ 36.03	756,183 D
Common Stock	07/25/2006		S		646	D \$ 36.04	755,537 D
	07/25/2006		S		254	D	755,283 D

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Common Stock					\$ 36.05		
Common Stock	07/25/2006	S	100	D	\$ 36.09	754,183	D
Common Stock	07/25/2006	S	200	D	\$ 36.12	754,983	D
Common Stock	07/25/2006	S	100	D	\$ 36.15	754,883	D
Common Stock	07/25/2006	S	200	D	\$ 36.16	754,683	D
Common Stock	07/25/2006	S	600	D	\$ 36.5	754,083	D
Common Stock	07/25/2006	S	186	D	\$ 36.55	753,897	D
Common Stock	07/25/2006	S	302	D	\$ 36.56	753,295	D
Common Stock	07/25/2006	S	400	D	\$ 36.57	753,195	D
Common Stock	07/25/2006	S	100	D	\$ 36.58	753,095	D
Common Stock	07/25/2006	S	295	D	\$ 36.7	752,800	D
Common Stock	07/25/2006	S	83	D	\$ 36.73	752,717	D
Common Stock	07/25/2006	S	400	D	\$ 36.76	752,317	D
Common Stock	07/25/2006	S	100	D	\$ 36.78	752,217	D
Common Stock	07/25/2006	S	217	D	\$ 36.83	752,000	D
Common Stock	07/25/2006	S	100	D	\$ 36.84	751,900	D
Common Stock	07/25/2006	S	316	D	\$ 36.88	751,584	D
Common Stock	07/25/2006	S	100	D	\$ 36.94	751,484	D
Common Stock	07/25/2006	S	501	D	\$ 36.95	750,983	D
Common Stock	07/25/2006	S	100	D	\$ 36.99	750,883	D
	07/25/2006	S	300	D	\$ 37	750,583	D

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Common
Stock

Common Stock	07/25/2006	S	400	D	\$ 37.01	750,183	D
Common Stock	07/25/2006	S	503	D	\$ 37.06	749,680	D
Common Stock	07/25/2006	S	97	D	\$ 37.07	749,583	D

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)		8. Price Derivative Security (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Director Stock Option (Right to Buy)	\$ 6.563					<u>(1)</u>	05/17/2009	Common Stock	9,000	
Director Stock Option (Right to Buy)	\$ 25.094					<u>(2)</u>	09/18/2010	Common Stock	2,000	
Director Stock Option (Right to Buy)	\$ 34.85					<u>(3)</u>	11/21/2011	Common Stock	1,000	

Director Stock Option (Right to Buy)	\$ 29.17	<u>(4)</u>	03/17/2013	Common Stock	2,000
Director Stock Option (Right to Buy)	\$ 21.82	<u>(5)</u>	05/17/2014	Common Stock	5,000
Director Stock Option (Right to Buy)	\$ 39.13	<u>(6)</u>	11/14/2015	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KOCH DAVID A 505 N. HIGHWAY 169 SUITE 595 PLYMOUTH, MN 55441	X			

Signatures

/s/ David A. 07/26/2006
Koch

__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) Exercisable in annual increments of 1,800 shares each commencing 5/17/99.
- (2) Exercisable in annual increments of 400 shares each commencing 9/18/00.
- (3) Exercisable in annual increments of 200 shares each commencing 11/21/01.
- (4) Exercisable in annual increments of 400 shares each commencing 3/17/03.
- (5) Exercisable in annual increments of 1,000 shares each commencing 5/17/04.
- (6) Exercisable in annual increments of 1,000 shares each commencing 11/14/05.

Remarks:

Form one of two form filed for Table I transactions.

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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