

SURMODICS INC  
Form 4  
July 26, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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).

**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

(Print or Type Responses)

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**505 N. HIGHWAY 169, SUITE 595**  
  
(Street)

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

Director  10% Owner  
 Officer (give title below)  Other (specify below)

**PLYMOUTH, MN 55441**

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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
Common Stock	07/25/2006		S		1,800	D	\$ 36.01 758,383
Common Stock	07/25/2006		S		1,600	D	\$ 36.02 756,783
Common Stock	07/25/2006		S		600	D	\$ 36.03 756,183
Common Stock	07/25/2006		S		646	D	\$ 36.04 755,537
	07/25/2006		S		254	D	755,283

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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 Derivat Securit (Instr. 5)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option (Right to Buy)	\$ 6.563					(1) 05/17/2009	Common Stock	9,000	
Director Stock Option (Right to Buy)	\$ 25.094					(2) 09/18/2010	Common Stock	2,000	
Director Stock Option (Right to Buy)	\$ 34.85					(3) 11/21/2011	Common Stock	1,000	

Director Stock Option \$ 29.17 (Right to Buy)	(4)	03/17/2013	Common Stock	2,000
Director Stock Option \$ 21.82 (Right to Buy)	(5)	05/17/2014	Common Stock	5,000
Director Stock Option \$ 39.13 (Right to Buy)	(6)	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.  
Koch

07/26/2006

\*\*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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.