SURMODICS INC
Form 5
November 14, 2002

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UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
Washington, DC 20549

FORM 5

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 Utility Holding Company Act of 1935 or Section 30(f) of the Investment Company Act of 1940

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

o Form 3 Holdings Reported

x Form 4 Transactions Reported

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1. **Name and Address of Reporting Person***

   Koch David A.

   (Last) (First) (Middle)

   1582A Homestead Trail

   (Street)

   Long Lake MN 55356

   (City) (State) (Zip)

2. **Issuer Name and Ticker or Trading Symbol**

   SurModics, Inc. (SRDX)

3. **I.R.S. Identification Number of Reporting Person, if an entity** *(Voluntary)*

4. **Statement for Month/Year**

   September 2002

5. **If Amendment, Date of Original** *(Month/Year)*

6. **Relationship of Reporting Person(s) to Issuer** *(Check All Applicable)*

   x Director o 10% Owner

   o Officer *(give title below)*

7. **Individual or Joint/Group Reporting** *(Check Applicable Line)*

   x Form filed by One Reporting Person

   o

o	Other *(specify below)*	Form filed by More than One Reporting Person

* If the form is filed by more than one reporting person, see instruction 4(b)(v).

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 at the End of Issuer's Fiscal Year *(Instr. 3 and 4)*	6. Ownership Form: Direct (D) or Indirect (I) *(Instr. 4)*	7. Nature of Indirect Beneficial Ownership *(Instr. 4)*
				Amount	**(A) or (D)**	**Price**			
Common Stock	6/18/02		G	50	D	None			
Common Stock	7/26/02		P	260	A	$20.0571	764,720	D	
Common Stock							142,000	I	Trust (1)

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)*	
					(A)	(D)
Director Stock Option (Right to Buy)	$6.563		Previously Reported			
Director Stock Option (Right to Buy)	$2.50		Previously Reported			
Director Stock Option (Right to Buy)	$25.094		Previously Reported			
Director Stock Option (Right to Buy)	$34.85		Previously Reported			

Table II Derivative Securities Acquired, Disposed of, or Beneficially Owned Continued
(e.g., puts, calls, warrants, options, convertible securities)

6. Date Exercisable and Expiration Date *(Month/Day/Year)*		7. Title and Amount of Underlying Securities *(Instr. 3 and 4)*		8. Price of Derivative Security *(Instr. 5)*	9. Number of Derivative Securities Beneficially Owned at End of Year *(Instr. 4)*	10. Ownership of Derivative Security: Direct (D) or Indirect (I) *(Instr. 4)*	11. Nature of Indirect Beneficial Ownership *(Instr. 4)*
Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
(2)	5/17/09	Common Stock	9,000	None	9,000	D	
(3)	9/18/05	Common Stock	40,000	None	40,000	D	
(4)	9/18/10	Common Stock	2,000	None	2,000	D	
(5)	11/21/11	Common Stock	1,000	None	1,000	D	

Explanation of Responses:

(1) These shares are owned by a trust established under the will of Clarissa I. Gray. The wife and children of David A. Koch are among the beneficiaries of the trust. The trustees of the trust are David A. Koch, Paul M. Torgerson and U.S. Bank Trust National Association SD.

(2) Exercisable in annual increments of 1,800 shares each commencing 5/17/99.

(3) Exercisable in annual increments of 8,000 shares each commencing 9/18/95.

(4) Exercisable in annual increments of 400 shares each commencing 9/18/00.

(5) Exercisable in annual increments of 200 shares each commencing 11/21/01.

/s/ David A. Koch	November 13, 2002
**Signature of Reporting Person David A. Koch	Date

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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