Stich Joseph J. Form 4 November 30, 2017

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

if no longer subject to Section 16. Form 4 or Form 5 obligations

Check this box

**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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* Stich Joseph J. Symbol

5. Relationship of Reporting Person(s) to Issuer

(Last)

(City)

(First)

(Middle)

(Zip)

SURMODICS INC [SRDX]

2. Issuer Name and Ticker or Trading

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

11/28/2017

(Check all applicable)

**OMB APPROVAL** 

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

9924 WEST 74TH STREET

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

VP and GM, IVD

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)

\_X\_ Form filed by One Reporting Person

Form filed by More than One Reporting

Person

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<b>FD</b>	FN	PR A	IR'	$\mathbf{F}_{-}$	MN	55344

(State)

(City)	(State) (2	Table	e I - Non-D	erivative S	Securi	ities Acq	quired, Disposed o	of, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. Transaction Code (Instr. 8)	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	11/28/2017		A	4,518	A	\$ 0	44,507	D	
Common Stock	11/28/2017		A	6,525 (1)	A	\$0	51,032	D	
Common Stock	11/28/2017		F	3,146 (2)	D	\$ 33.2	47,886	D	
Common Stock	11/30/2017		F	436	D	\$ 33.1	47,450	D	

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

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SEC 1474 (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. Transacti Code (Instr. 8)	5. Number of orDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	ve Expiration Date es (Month/Day/Year) d (A) osed of		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 33.2	11/28/2017		A	21,285	(3)	11/28/2024	Common Stock	21,285

### **Reporting Owners**

Reporting Owner Name / Address		Relationships
	 40~ 0	

Director 10% Owner Officer Other

Stich Joseph J.

9924 WEST 74TH STREET VP and GM, IVD

EDEN PRAIRIE, MN 55344

#### **Signatures**

/s/ Bryan K. Phillips, on behalf of Joseph J. Stich

11/30/2017

\*\*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) Shares issued in connection with the vesting of a performance share award under long-term incentive plan based on performance during three-year period ended September 30, 2017.
- (2) Shares withheld to satisfy taxes incident to vesting of performance share award.
- (3) The award vests in four equal installments on each of the first four anniversaries of the November 28, 2017 grant date.

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.

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