

Anderson Aron B
Form 5
November 14, 2005

FORM 5

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).
Form 3 Holdings
Reported
Form 4
Transactions
Reported

**ANNUAL 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

OMB
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1. Name and Address of Reporting Person *
Anderson Aron B

(Last) (First) (Middle)

9924 WEST 74TH STREET

(Street)

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

3. Statement for Issuer's Fiscal Year Ended
(Month/Day/Year)
09/30/2005

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
____X____ Officer (give title _____ Other (specify
below) below)
VP & Chief Scientific Officer

6. Individual or Joint/Group Reporting

(check applicable line)

EDEN
PRAIRIE, MN 55344-3523

(City) (State) (Zip)

____X____ 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 at 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)
				(A) Amount	or (D)	Price			
Common Stock	04/11/2005	Â	G	200	D	\$ 0	29,397 <u>(7)</u>	D	Â
Common Stock	10/11/2005	Â	G	200	D	\$ 0	29,137 <u>(7)</u>	D	Â

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

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

SEC 2270
(9-02)

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

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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 Underlying Securities (Instr. 3 and 4)
					(A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Incentive Stock Option (Right to Buy)	\$ 8.063	Â	Â	Â	Â Â	Â <u>(1)</u> 09/20/2006	Common Stock 2,000
Incentive Stock Option (Right to Buy)	\$ 25.094	Â	Â	Â	Â Â	Â <u>(2)</u> 09/18/2007	Common Stock 4,000
Incentive Stock Option (Right to Buy)	\$ 34.85	Â	Â	Â	Â Â	Â <u>(3)</u> 11/12/2008	Common Stock 2,500
Incentive Stock Option (Right to Buy)	\$ 29.5	Â	Â	Â	Â Â	Â <u>(4)</u> 01/15/2010	Common Stock 3,000
Incentive Stock Option (Right to Buy)	\$ 21.82	Â	Â	Â	Â Â	Â <u>(5)</u> 05/17/2011	Common Stock 3,000
Non-Qualified Stock Option (Right to Buy)	\$ 29.37	Â	Â	Â	Â Â	Â <u>(6)</u> 01/31/2012	Common Stock 10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Anderson Aron B 9924 WEST 74TH STREET EDEN PRAIRIE, MN 55344-3523	Â	Â	Â VP & Chief Scientific Officer	Â

Signatures

/s/ Aron B. Anderson 11/14/2005

**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 400 shares each commencing on 9/20/00.
- (2) Exercisable in annual increments of 800 shares each commencing on 9/18/01.
- (3) Exercisable in annual increments of 500 shares each commencing on 11/12/02.
- (4) Exercisable in annual increments of 600 shares each commencing on 1/15/04.
- (5) Exercisable in annual increments of 600 shares each commencing on 5/17/05.
- (6) Exercisable in annual increments of 2,000 shares each commencing 1/31/06.
- (7) Includes 580 shares acquired through Employee Stock Purchase Plan for the phase ended 2/28/05.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.