

Anderson Aron B  
Form 4  
December 23, 2005

**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

OMB  
Number: 3235-0287  
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response... 0.5

(Print or Type Responses)

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

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)

9924 WEST 74TH STREET

3. Date of Earliest Transaction  
(Month/Day/Year)  
12/21/2005

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

VP &amp; Chief Scientific Officer

(Street)

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

EDEN PRAIRIE, MN 55344-3523

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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	12/14/2005		G		500	D	\$ 0	28,697 D
Common Stock	12/21/2005		M		400	A	\$ 8.063	29,097 D
Common Stock	12/21/2005		M		500	A	\$ 25.094	29,597 D

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

**Persons who respond to the collection of  
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SEC 1474  
(9-02)

number.

**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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Incentive Stock Option (Right to Buy)	\$ 8.063	12/21/2005		M		400		<u>(1)</u>	09/20/2006	Common Stock	2,000
Incentive Stock Option (Right to Buy)	\$ 25.094	12/21/2005		M		500		<u>(2)</u>	09/18/2007	Common Stock	4,000
Incentive Stock Option (Right to Buy)	\$ 34.85							<u>(3)</u>	11/12/2008	Common Stock	2,500
Incentive Stock Option (Right to Buy)	\$ 29.5							<u>(4)</u>	01/15/2010	Common Stock	3,000
Incentive Stock Option (Right to Buy)	\$ 21.82							<u>(5)</u>	05/17/2011	Common Stock	3,000
Non-Qualified Stock Option (Right to Buy)	\$ 29.37							<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	VP & Chief Scientific Officer

## Signatures

/s/ Aron B.  
Anderson

12/23/2005

\_\_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.

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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