SURMODICS INC Form 5 November 18, 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(h) of the Investment Company Act of 1940

 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

O Form 4 Transactions Reported

Name and Address of Reporting Person*	2.	Issuer Name and Ticker or Trading Symbol					I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)			
Guire Patrick E.		SurM	lodics, Inc. (SR	DX)						
(Last) (First) (Middle)										
	4.	State	ment for Mont	th/Yea	r	5.	<b>If Amendment,</b> ( <i>Month/Year</i> )	Date of Original		
9924 West 74th Street	_	Septe	ember 2002				(Monut Teur)			
(Street)	6.	<b>Relationship of Reporting Person(s)</b> <b>to Issuer</b> ( <i>Check All Applicable</i> )				7.	<b>Individual or Joint/Group Reporting</b> (Check Applicable Line)			
Eden Prairie MN 55344		X	Director	0	10% Owner		X	Form filed by One Reporting Person		
(City) (State) (Zip)	_	X Officer (give title below)			below)		0			

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Other (specify below)

0

Senior Vice President

Form filed by More than One Reporting Person

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

1.	Title of Security (Instr. 3)	2.	<b>Transaction</b> <b>Date</b> ( <i>Month/Day/Year</i> )	2A.	Deemed Execution Date, if any (Month/Day/Year)	3.	Code	cfionurities or Dispose (Instr. 3, 4	d of (D	ed (A) )	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		6/5/01				G	400	D	None						
	Common Stock		1/9/02				G	2,000	D	None						
	Common Stock		3/15/02				G	2,000	D	None		211,038		D		
	Common Stock											132,000		Ι		By Spouse
							_									
-														_		
								Page 2								

			Table II Derivat (e.g., pu	ive S ts, c	Securities Acquir alls, warrants, op	ed, D tions	Disposed of, or Ben a, convertible secur	efic itie	ially Owned s)				
1.	Title of Derivative Security (Instr. 3)	2.	Conversion or Exercise Price of Derivative Security	3.	<b>Transaction Date</b> ( <i>Month/Day/Year</i> )	3A.	Deemed Execution Date, if any (Month/Day/Year)	4.	Transaction Code (Instr. 8)	5.	Number of Securities Acquired (D) (Instr. 3, 4	(A) or Disp	
											(A)	( <b>D</b> )	
	Employee Stock Option (right to buy)		\$3.875		Previously Reported								
						Page	3						

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	Table II I				sposed of, or Beneficial ions, convertible securi		ued
5. Date Exercis Expiration I (Month/Day/	Date	Title and of Underlyi Securitie (Instr. 3 d	ng s	Price of 9. Derivative Security (Instr. 5)	Number of Derivative 10 Securities Beneficially Owned at End of Year (Instr. 4)	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				
(1)	9/21/05	Common Stock	10,000	None	10,000	D	

#### **Explanation of Responses:**

(1) Exercisable in annual increments of 2,000 shares each, commencing 9/21/99.

/s/ Patrick E. Guire	November 15, 2002
*Signature of Reporting	Date

Person

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

File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. Note: Page 4