

SURMODICS INC  
Form 4  
November 26, 2002

OMB APPROVAL
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**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

**FORM 4**

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

<b>1. Name and Address of Reporting Person*</b>  Hathaway, Stephen C. <hr style="border: 0; border-top: 1px solid black; margin: 5px 0;"/> <i>(Last) (First) (Middle)</i>  9924 West 74th Street <hr style="border: 0; border-top: 1px solid black; margin: 5px 0;"/> <i>(Street)</i>	<b>2. Issuer Name and Ticker or Trading Symbol</b>  SurModics, Inc. (SRDX) <hr style="border: 0; border-top: 1px solid black; margin: 5px 0;"/>	<b>3. I.R.S. Identification Number of Reporting Person, if an entity (Voluntary)</b>  <hr style="border: 0; border-top: 1px solid black; margin: 5px 0;"/>
Eden Prairie, MN, 55344 <hr style="border: 0; border-top: 1px solid black; margin: 5px 0;"/> <i>(City) (State) (Zip)</i>	<b>4. Statement for Month/Day/Year</b>  November 22, 2002 <hr style="border: 0; border-top: 1px solid black; margin: 5px 0;"/>	<b>5. If Amendment, Date of Original (Month/Day/Year)</b>  <hr style="border: 0; border-top: 1px solid black; margin: 5px 0;"/>
<b>6. Relationship of Reporting Person(s) to Issuer (Check All Applicable)</b>  <div style="display: flex; justify-content: space-between;"> <div> <input type="radio"/> Director           <input checked="" type="radio"/> 10% Owner         </div> <div> <input checked="" type="radio"/> Officer <i>(give title below)</i> </div> <div> <input type="radio"/> Other <i>(specify below)</i> </div> </div> <div style="margin-top: 10px;">           Vice President &amp; Chief Financial Officer         </div>		<b>7. Individual or Joint/Group Filing (Check Applicable Line)</b>  <div style="display: flex; justify-content: space-between;"> <div> <input checked="" type="radio"/> Form Filed by One Reporting Person           </div> <div> <input type="radio"/> Form Filed by More than One Reporting Person           </div> </div>

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

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

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**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)	(A) or (D)	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		Price		
Common Stock	11/22/02		M	10,000	A	\$2.50		
Common Stock	11/22/02		S	2,500	D	\$34.01		
Common Stock	11/25/02		S	6,000	D	\$33.50		
Common Stock	11/25/02		S	1,500	D	\$33.53	66,886	D
Common Stock							28,000	I By Spouse

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

[illegible]

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

### Explanation of Responses:

- (1) Exercisable in annual increments of 12,000 shares each commencing 11/18/98.
- (2) Exercisable in annual increments of 2,000 shares each commencing 9/21/99.
- (3) Exercisable in annual increments of 3,200 shares each commencing 9/20/00.
- (4) Exercisable in annual increments of 2,400 shares each commencing 9/18/01.

/s/ Stephen C. Hathaway

November 25, 2002

**\*\*Signature of Reporting  
Person**

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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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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