

GUIRE PATRICK E
Form 5
November 12, 2004

FORM 5

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

OMB APPROVAL

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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

1. Name and Address of Reporting Person *
GUIRE PATRICK E

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Senior Vice President

(Last) (First) (Middle)
9924 WEST 74TH STREET
(Street)

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)
09/30/2004

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

6. Individual or Joint/Group Reporting

(check applicable line)

EDEN PRAIRIE, MN 55344

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)	(A) or (D)	Price	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)
Common Stock	08/07/2002	Â	P4	1,700	A	\$ 28.11	219,179	D	Â
Common Stock	10/17/2003	Â	G	1,450	D	\$ 0	217,729	D	Â
Common Stock	07/23/2004	Â	G	1,000	D	\$ 0	217,329 ⁽¹⁾	D	Â
Common Stock	08/13/2002	Â	P4	490	A	\$ 29.32	132,490	I	By Spouse

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

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(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. 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)	8. Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 3.875	Â	Â	Â	Â Â Â (2)	09/21/2005	Common Stock	10,000
Employee Stock Option (Right to Buy)	\$ 29.17	Â	Â	Â	Â Â Â (3)	03/17/2010	Common Stock	10,000
Employee Stock Option (Right to Buy)	\$ 21.36	Â	Â	Â	Â Â Â (4)	01/06/2011	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GUIRE PATRICK E 9924 WEST 74TH STREET EDEN PRAIRIE, MN 55344	Â X	Â	Â Senior Vice President	Â

Signatures

Patrick E. Guire 11/12/2004
 **Signature of Date
 Reporting Person

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) Includes 600 shares acquired in Employee Stock Purchase Plan.
- (2) Exercisable in annual increments of 2,000 shares each commencing 9/21/99
- (3) Exercisable in annual increments of 2,000 shares each commencing 3/17/04
- (4) Exercisable in annual increments of 1,000 shares each commencing 1/26/05.

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.