

SURMODICS INC
Form 4/A
July 23, 2002

FORM 4

U.S. SECURITIES AND EXCHANGE COMMISSION
 WASHINGTON, DC 20549
 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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(f) of the Investment Company Act of 1940

1. Name and Address of Reporting Person
 Powell
 James C.SurModics, Inc. (SRDX)to
 Issuer (Check all applicable)

2. Issuer Name and Ticker or Trading Symbol

6. Relationship of Reporting Person

(Last) (First) (Middle)

Director 10% Owner Officer (give title below)
 3. IRS Identification Number of Reporting
 Person, if an Entity (Voluntary) Other (specify
 below)9924 West 74th StreetPresident

(Street)

4. Statement for Month/Year7. Individual or
 Joint/Group FilingEden Prairie
 MN 55344(Check applicable line)

(City) (State) (Zip)

Form Filed by One Reporting Person 5. If
 Amendment, Date of Original (Month/Year)
 Form Filed by More than One
 Reporting PersonApril 2002

TABLE I NON-DERIVATIVE SECURITIES ACQUIRED, DISPOSED OF, OR BENEFICIALLY OWNED

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 3. Transaction Code (Instr. 8) | | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | | |
|---------------------------------|---|-----------------------------------|---|---|---------------|-------|
| | | Code | V | Amount | (A) or (D) | Price |
| | | | | | | |

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| | | | | | |
|-------------------------------------|----------|---|-----|---|------|
| Common Stock | 12/15/00 | G | 200 | D | None |
| Common Stock1/1/01G 550DNNoneCommon | | | | | |
| Stock11/28/01GV100DNNoneCommon | | | | | |
| Stock4/19/02M 30,200A\$2.50Common | | | | | |
| Stock4/19/02S 30,200D\$44.309Common | | | | | |
| Stock4/22/02M 1,700A\$2.50Common | | | | | |
| Stock4/22/02S 1,700D\$44.00Common | | | | | |
| Stock4/24/02M 23,300A\$2.50Common | | | | | |
| Stock4/24/02S 23,300D\$41.129Common | | | | | |
| Stock Common Stock | | | | | |

[Additional columns below]

[Continued from above table]

| | | |
|--|---|--|
| <p>5. Amount of Securities Beneficially Owned at End of Month (Instr. 3 and 4)</p> | <p>6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</p> | <p>7. Nature of Indirect Beneficial Ownership (Instr. 4)</p> |
|--|---|--|

90,225*D 26,000IBy
 IRA500IBy
 Spouse *Includes 114
 shares acquired since last
 report under Issuer's
 Employee Stock Purchase
 Plan

FORM 4 (CONTINUED)

**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) | 4. Transaction Code (Instr. 8) | | 5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | |
|--|--|--|--------------------------------|---|---|-----|
| | | | Code | V | (A) | (D) |
| Employee Stock Option (Right to Buy) \$2.504/19/02M 30,200 | | Employee Stock Option (Right to Buy) \$2.504/22/02M 1,700 | | | | |
| Employee Stock Option (Right to Buy) \$2.504/24/02M 23,300 | | Employee Stock Option (Right to Buy)\$3.875 | | | | |
| Previously Reported Employee Stock Option (Right to Buy)\$8.0625 | | Previously Reported Employee Stock Option (Right to Buy)\$25.094 | | | | |
| Previously Reported | | | | | | |

[Additional columns below]

[Continued from above table]

| 6. Date Exercisable and Expiration Date (Month/Day/Year) | | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) |
|--|-----------------|---|----------------------------|--|
| Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| (1) 9/18/02 | 9/18/02 | Common Stock | 92,000 | None |
| (1) 9/18/02 | Common | | | |
| Stock 92,000 | None | (1) 9/18/02 | Common | |
| Stock 92,000 | None | (2) 9/21/05 | Common | |
| Stock 20,000 | None | (3) 9/20/06 | Common | |
| Stock 30,000 | None | (4) 9/18/07 | Common | |
| Stock 20,000 | None | | | |

9. Number of Derivative Securities Beneficially

10. Ownership Form of Derivative Securities

11. Nature of Indirect

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Owned at End
of Month
(Instr. 4)

Beneficially
owned at end of month
(Instr. 4)

Beneficial
Ownership
(Instr. 4)

0D 20,000D 30,000D 20,000D

Explanation of Responses:

- (1) Exercisable in annual increments of 18,400 shares each commencing 9/18/97.
- (2) Exercisable in annual increments of 4,000 shares each commencing 9/21/99.
- (3) Exercisable in annual increments of 6,000 shares each commencing 9/20/00.
- (4) Exercisable in annual increments of 4,000 shares each commencing 9/18/01.

/s/ James C. Powell

July 12, 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).
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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(Print or Type Responses)