Stich Joseph J. Form 4 June 06, 2018

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

January 31, Expires: 2005 Estimated average

Form 5 obligations

SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,

burden hours per response... 0.5

may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Stich Joseph J.

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

SURMODICS INC [SRDX]

(Check all applicable)

(Last)

(Middle)

3. Date of Earliest Transaction

Director 10% Owner

9924 WEST 74TH STREET

(Month/Day/Year) 05/21/2018

X_ Officer (give title Other (specify

VP and GM, IVD

(Street)

(First)

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

EDEN PRAIRIE, MN 55344

(City)	(State)	(Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficiall					y 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) nor Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price		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)	
Common Stock	05/21/2018			V	2,000	D	\$ 0	51,554	D	
Common Stock	06/04/2018		M		13,266	A	\$ 20.37	64,820	D	
Common Stock	06/04/2018		F(1)		8,901	D	\$ 51.55	55,919	D	
Common Stock	06/05/2018		S(2)		890	D	\$ 52.0039 (3)	55,029	D	
Common Stock	06/05/2018		S(2)		1,110	D	\$ 52.7941	53,919	D	

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(4)

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

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SEC 1474 (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. Transacti Code (Instr. 8)	5. Number of orDerivative 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
Employee Stock Option (right to buy)	\$ 20.37	06/04/2018		M	13,266	<u>(5)</u>	12/12/2019	Common Stock	13,266

Reporting Owners

	Relationships
Panarting Owner Name / Address	Relationships

Director 10% Owner Officer Other

Stich Joseph J.

9924 WEST 74TH STREET VP and GM, IVD

EDEN PRAIRIE, MN 55344

Signatures

/s/ Bryan K. Phillips, on behalf of Joseph J. Stich 06/06/2018

**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) The reporting person makes a payment of exercise price or tax liability by delivering or withholding securities incident to the receipt, exercise or vesting of a security issued in accordance with Rule 16b-3.
- (2) Sales effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 22, 2018.

Reporting Owners 2

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- Reflects the weighted average price of 890 shares of common stock of Surmodics, Inc. sold by the reporting person in multiple transactions on June 5, 2018 with sale prices ranging from \$51.55 to \$52.40 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- Reflects the weighted average price of 1,110 shares of common stock of Surmodics,Inc. sold by the reporting person in multiple transactions on June 5, 2018 with sale prices ranging from \$52.65 to \$53.05 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (5) Fully vested.

Note: File three copies of this Form, one of which must be manually signed. If space 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.