

Maharaj Gary R
 Form 4
 February 05, 2019

FORM 4

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

OMB APPROVAL

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

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Maharaj Gary R

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)
 10/01/2018

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

(Street)
 EDEN PRAIRIE, MN 55344

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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)	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 or Price		
Common Stock	10/01/2018		S ⁽¹⁾		4,100	D	\$ 72.0366 (2)
Common Stock	10/01/2018		S ⁽¹⁾		200	D	\$ 72.75 (3)
Common Stock	10/01/2018		S ⁽¹⁾		700	D	\$ 74.1043 (4)
Common Stock	02/01/2019		S ⁽¹⁾		668	D	\$ 51.8681 (5)

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Common Stock	02/01/2019	S ⁽¹⁾	925	D	\$ 53.0502 (6)	168,274	D
Common Stock	02/01/2019	S ⁽¹⁾	840	D	\$ 54.049 (7)	167,434	D
Common Stock	02/01/2019	S ⁽¹⁾	300	D	\$ 55.53 (8)	167,134	D
Common Stock	02/01/2019	S ⁽¹⁾	100	D	\$ 56.36	167,034	D

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. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned (Instr. 6)
				Code	V (A) (D)				

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Maharaj Gary R 9924 WEST 74TH STREET EDEN PRAIRIE, MN 55344	X		President & CEO	

Signatures

/s/ Bryan K. Phillips on behalf of Gary R. Maharaj
02/05/2019

__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) Sales effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 22, 2018.

Reflects the weighted average price of 4,100 shares of common stock of Surmodics, Inc. sold by the reporting person in multiple transactions on October 1, 2018 with sale prices ranging from \$71.38 to \$72.35 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.

(2) Reflects the weighted average price of 200 shares of common stock of Surmodics, Inc. sold by the reporting person in multiple transactions on October 1, 2018 with sale prices ranging from \$72.56 to \$72.94 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.

(3) Reflects the weighted average price of 700 shares of common stock of Surmodics, Inc. sold by the reporting person in multiple transactions on October 1, 2018 with sale prices ranging from \$74.00 to \$74.29 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.

(4) Reflects the weighted average price of 668 shares of common stock of Surmodics, Inc. sold by the reporting person in multiple transactions on February 1, 2019 with sale prices ranging from \$51.561 to \$52.20 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) Reflects the weighted average price of 925 shares of common stock of Surmodics, Inc. sold by the reporting person in multiple transactions on February 1, 2019 with sale prices ranging from \$52.75 to \$53.675 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.

(6) Reflects the weighted average price of 840 shares of common stock of Surmodics, Inc. sold by the reporting person in multiple transactions on February 1, 2019 with sale prices ranging from \$53.805 to \$54.33 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.

(7) Reflects the weighted average price of 300 shares of common stock of Surmodics, Inc. sold by the reporting person in multiple transactions on February 1, 2019 with sale prices ranging from \$54.885 to \$55.865 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.

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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