

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
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(Last)	(First)	(Middle)
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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)
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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	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
_____	_____(Month/Day/Year)	_____	_____	_____	_____	_____

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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]

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

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)