

SURMODICS INC
Form 8-K
February 10, 2014

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

FORM 8-K

CURRENT REPORT
PURSUANT TO SECTION 13 OR 15(d)
OF THE SECURITIES EXCHANGE ACT OF 1934

February 04, 2014

Date of report (Date of earliest event reported)

SurModics, Inc.

(Exact Name of Registrant as Specified in its Charter)

Minnesota
(State of Incorporation)

0-23837
(Commission
File Number)

41-1356149
(I.R.S. Employer
Identification No.)

9924 West 74th Street

Eden Prairie, Minnesota
(Address of Principal Executive Offices)
(952) 500-7000

55344
(Zip Code)

(Registrant's Telephone Number, Including Area Code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2):

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 5.07 Submission of Matters to a Vote of Security Holders.

On February 4, 2014, SurModics, Inc. (the Company) held its 2014 Annual Meeting of Shareholders. The final voting results of the proposals which were described in more detail in the Company's proxy statement filed with the Securities and Exchange Commission on December 19, 2013, are set forth below.

1. Election of Directors. Each of the individuals nominated by the Company's Board of Directors to serve as Class III directors was duly elected by the Company's shareholders, and the final results of the votes cast are as follows:

| | For | Withheld | Broker Non-Votes |
|-----------------|------------|----------|------------------|
| José H. Bedoya | 10,493,672 | 394,003 | 1,712,406 |
| Susan E. Knight | 10,703,194 | 184,481 | 1,712,406 |

2. Set the Number of Directors. The Company's shareholders approved the proposal to set the number of directors at eight (8) by the following vote:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 12,438,850 | 40,150 | 121,081 | |

3. Ratification of the Appointment of Deloitte & Touche LLP. The Company's shareholders ratified the appointment of Deloitte & Touche LLP as the Company's independent registered public accounting firm for fiscal year 2014 by the following vote:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 12,379,840 | 214,723 | 5,518 | |

4. Advisory Vote on Executive Compensation. The Company's shareholders approved the compensation of the Company's named executive officers, on an advisory basis, by the following vote:

| For | Against | Abstain | Broker Non-Votes |
|------------|---------|---------|------------------|
| 10,390,159 | 381,980 | 115,536 | 1,712,406 |

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

SURMODICS, INC.

Date: February 10, 2014

/s/ Bryan K. Phillips
Bryan K. Phillips
Sr. Vice President, General Counsel and Secretary