

GROSSMAN D KEITH  
Form 4  
February 06, 2006

# FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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## 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 \*  
GROSSMAN D KEITH

2. Issuer Name and Ticker or Trading Symbol  
THORATEC CORP [THOR]

5. Relationship of Reporting Person(s) to Issuer

(Last) (First) (Middle)  
6035 STONERIDGE DRIVE  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/02/2006

(Check all applicable)

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

PLEASANTON, CA 94588

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 (A) or (D) Price		
Common Stock	02/02/2006		F		57,188 (1) \$ 19.24	D	
Common Stock	02/02/2006		M		18,000 \$ 8.78	D	
Common Stock	02/02/2006		M		18,000 \$ 8.78	D	
Common Stock	02/02/2006		M		21,000 \$ 12.45	D	
Common Stock	02/02/2006		S		124,812 \$ 19.51	D	
	02/03/2006		M		30,000	D	

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Common Stock					\$ 12.45		
Common Stock	02/03/2006	S	30,000	D	\$ 19.01	58,508	D
Common Stock	02/06/2006	M	75,000	A	\$ 12.45	133,508	D
Common Stock	02/06/2006	M	160,000	A	\$ 16.56	293,508	D
Common Stock	02/06/2006	M	32,998	A	\$ 13.97	326,506	D
Common Stock	02/06/2006	M	3,002	A	\$ 13.97	329,508	D
Common Stock	02/06/2006	S	271,000	D	\$ 19.06	58,508	D

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. 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 Security (Instr. 3 and 4)	8. Amount of Underlying Security (Instr. 3 and 4)
Employee Stock Option (right to buy)	\$ 8.78	02/02/2006		M	18,000	02/25/2004 <sup>(2)</sup> 02/25/2013	Common Stock	18
Employee Stock Option (right to buy)	\$ 8.78	02/02/2006		M	18,000	02/25/2004 <sup>(2)</sup> 02/25/2013	Common Stock	18
Employee Stock Option	\$ 12.45	02/02/2006		M	21,000	10/14/2004 <sup>(4)</sup> 04/14/2014	Common Stock	21



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- (2) Shares vest in four equal installments over four years commencing one year after the grant date.
- (3) This option was granted pursuant to the Company's equity incentive plan with no payment received for the option.
- (4) Shares vest in 6 equal installments over three years commencing six months after the grant date.

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.