GROSSMAN D KEITH
Form 4
February 06, 2006

FORM 4

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

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

OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
GROSSMAN D KEITH

(Last) (First) (Middle)

6035 STONERIDGE DRIVE

(Street)

PLEASANTON, CA 94588

(City) (State) (Zip)

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

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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)	D (1)	$ 19.24	126,320	D	
Common Stock	02/02/2006		M		18,000	A	$ 8.78	144,320	D	
Common Stock	02/02/2006		M		18,000	A	$ 8.78	162,320	D	
Common Stock	02/02/2006		M		21,000	A	$ 12.45	183,320	D	
Common Stock	02/02/2006		S		124,812	D	$ 19.51	58,508	D	
	02/03/2006		M		30,000	A		88,508	D	

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 Amour Underlying Securi (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amo Num Shar
Employee Stock Option (right to buy)	$ 8.78	02/02/2006		M			18,000	02/25/2004 [2]	02/25/2013	Common Stock	18
Employee Stock Option (right to buy)	$ 8.78	02/02/2006		M			18,000	02/25/2004 [2]	02/25/2013	Common Stock	18
Employee Stock Option	$ 12.45	02/02/2006		M			21,000	10/14/2004 [4]	04/14/2014	Common Stock	21

(right to buy)								
Employee Stock Option (right to buy)	$ 12.45	02/03/2006	M	30,000	10/14/2004(4)	04/14/2014	Common Stock	30
Employee Stock Option (right to buy)	$ 12.45	02/06/2006	M	75,000	10/14/2004(4)	04/14/2014	Common Stock	75
Employee Stock Option (right to buy)	$ 16.56	02/06/2006	M	160,000	12/06/2002(2)	12/06/2011	Common Stock	160
Employee Stock Option (right to buy)	$ 13.97	02/06/2006	M	32,998	06/05/2004(2)	06/05/2013	Common Stock	32
Employee Stock Option (right to buy)	$ 13.97	02/06/2006	M	3,002	06/05/2004(2)	06/05/2013	Common Stock	3,

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GROSSMAN D KEITH 6035 STONERIDGE DRIVE PLEASANTON, CA 94588	X			

Signatures

/s/David Lehman, Attorney-In-Fact	02/06/2006
**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) Shares withheld to pay taxes applicable to the vesting of restricted stock.

(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.
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