

ICU MEDICAL INC/DE
Form 4
October 21, 2011

FORM 4

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

OMB APPROVAL

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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 *
LOPEZ GEORGE A

(Last) (First) (Middle)
951 CALLE AMANECER

(Street)

SAN CLEMENTE, CA 92673

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
ICU MEDICAL INC/DE [ICUI]

3. Date of Earliest Transaction
(Month/Day/Year)
10/21/2011

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 or Price		
Common Stock	10/21/2011	10/21/2011	X		100 A \$ 18.625	334,019	D
Common Stock	10/21/2011	10/21/2011	S ⁽¹⁾		100 D \$ 40.2	333,919	D
Common Stock	10/21/2011	10/21/2011	X		76 A \$ 18.625	333,995	D
Common Stock	10/21/2011	10/21/2011	S ⁽¹⁾		76 D \$ 40.07	333,919	D
Common Stock	10/21/2011	10/21/2011	X		24 A \$ 18.625	333,943	D

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Common Stock	10/21/2011	10/21/2011	S ⁽¹⁾	24	D	\$ 40.06	333,919	D	
Common Stock	10/21/2011	10/21/2011	X	300	A	\$ 18.625	334,219	D	
Common Stock	10/21/2011	10/21/2011	S ⁽¹⁾	300	D	\$ 40.05	333,919	D	
Common Stock	10/21/2011	10/21/2011	X	7,418	A	\$ 18.625	341,337	D	
Common Stock	10/21/2011	10/21/2011	S ⁽¹⁾	7,418	D	\$ 40	333,919	D	
Common Stock							1,186,843	I	by Partnership (2)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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 or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 18.625	10/21/2011		X	100	12/09/2003 12/09/2011	Common Stock	10
Non-Qualified Stock Option (right to buy)	\$ 18.625	10/21/2011	10/21/2011	X	76	12/09/2003 12/09/2011	Common Stock	76
Non-Qualified Stock Option (right to buy)	\$ 18.625	10/21/2011	10/21/2011	X	24	12/09/2003 12/09/2011	Common Stock	24
Non-Qualified Stock Option	\$ 18.625	10/21/2011	10/21/2011	X	300	12/09/2003 12/09/2011	Common Stock	300

(right to buy)

Non-Qualified

Stock Option	\$ 18.625	10/21/2011	10/21/2011	X	7,418	12/09/2003	12/09/2011	Common Stock	7,4
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(right to buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
LOPEZ GEORGE A 951 CALLE AMANECER SAN CLEMENTE, CA 92673	X	X	Chairman	

Signatures

By: Lynn DeMartini For: George A. Lopez,
M.D.

10/21/2011

__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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 Plan adopted by the reporting person on March 7, 2011.

Common Stock owned by George A. Lopez M.D. Second Family Limited Partnership. Dr. Lopez holds a one-percent general partnership interest in the Partnership. As general partner, he has the power to vote and power to dispose of the 1,186,843 shares owned by the Partnership and may be deemed to be beneficial owner of such shares. The Partnership acquired the shares on 2/24/99 from Trusts for the

(2) benefit of the Lopez children, the Christopher George Lopez Children's Trust and the Nicholas George Lopez Children's Trust, which own a 99% limited partnership in the Partnership. Dr. Lopez is not trustee of and has no interest in the children's Trusts. Except to the extent of his undivided one percent general partnership interest in the assets of the Partnership, Dr. Lopez disclaims any beneficial ownership of the shares owned by the Partnership.

(3) Transaction is the exercise of a derivative security; see Column 2.

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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