

ICU MEDICAL INC/DE
Form 4/A
December 23, 2014

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
LOPEZ GEORGE A

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

3. Date of Earliest Transaction (Month/Day/Year)
12/03/2014

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

SAN CLEMENTE, CA 92673
(City) (State) (Zip)

4. If Amendment, Date Original Filed (Month/Day/Year)
12/22/2014

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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| Common Stock | 12/03/2014 | | S(1) | 17,500 D | \$ 84.4313 432,735 | D | |
| Common Stock | 12/04/2014 | | S(1) | 10,700 D | \$ 84.5833 422,035 | D | |
| Common Stock | 12/04/2014 | | S(1) | 7,800 D | \$ 83.8133 414,235 | D | |
| Common Stock | 12/05/2014 | | S(1) | 8,000 D | \$ 84.1151 406,235 | D | |

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| | | | | | | | | | |
|--------------|---------------------------|-------------|--------|---|-------------------|---------|-----------|---|----------------|
| Common Stock | 12/08/2014 | <u>S(1)</u> | 3,800 | D | \$ <u>(5)</u> | 84.1527 | 402,435 | D | |
| Common Stock | 12/09/2014 ⁽⁶⁾ | <u>S(1)</u> | 2,200 | D | \$ <u>(7)</u> | 83.1202 | 400,235 | D | |
| Common Stock | 12/03/2014 | <u>S(1)</u> | 17,500 | D | \$ <u>(8)</u> | 84.4283 | 1,169,343 | I | by Partnership |
| Common Stock | 12/04/2014 | <u>S(1)</u> | 10,601 | D | \$ <u>(9)</u> | 84.591 | 1,158,742 | I | by Partnership |
| Common Stock | 12/04/2014 | <u>S(1)</u> | 7,899 | D | \$ <u>(10)</u> | 83.8012 | 1,150,843 | I | by Partnership |
| Common Stock | 12/05/2014 | <u>S(1)</u> | 8,000 | D | \$ <u>(11)</u> | 84.1197 | 1,142,843 | I | by Partnership |
| Common Stock | 12/08/2014 | <u>S(1)</u> | 3,807 | D | \$ <u>(12)</u> | 84.1528 | 1,139,036 | I | by Partnership |
| Common Stock | 12/09/2014 ⁽⁶⁾ | <u>S(1)</u> | 30 | D | \$ | 84.03 | 1,139,006 | I | by Partnership |
| Common Stock | 12/09/2014 ⁽⁶⁾ | <u>S(1)</u> | 16,570 | D | \$ <u>(13)</u> | 83.5306 | 1,122,436 | I | by Partnership |
| Common Stock | 12/10/2014 | <u>S(1)</u> | 3,644 | D | \$ <u>(14)</u> | 83.1068 | 1,118,792 | I | by Partnership |
| Common Stock | 12/10/2014 | <u>S(1)</u> | 600 | D | \$ <u>(15)</u> | 84.0675 | 1,118,192 | I | by Partnership |
| Common Stock | 12/11/2014 | <u>S(1)</u> | 1,728 | D | \$ <u>(16)</u> | 83.0548 | 1,116,464 | I | by Partnership |
| Common Stock | 12/11/2014 | <u>S(1)</u> | 28,609 | D | \$ <u>(17)</u> | 82.1614 | 1,087,855 | I | by Partnership |
| Common Stock | 12/12/2014 | <u>S(1)</u> | 1,012 | D | \$ <u>(18)</u> | 80.9702 | 1,086,843 | I | by Partnership |

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

Persons who respond to the collection of information contained in this form are not

SEC 1474
(9-02)

required to respond unless the form displays a currently valid OMB control number.

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 Securities (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Transaction (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

Reporting Owners

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

Signatures

By: Lynn Ehrhart For: George A. Lopez, M.D. 12/23/2014

**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) This does not report new sales of shares. This is to indicate a correction to the weighted average sale price.
The price recorded in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$84.30 to \$84.685, inclusive. The reporting person undertakes to provide ICU Medical, Inc., any security holder of ICU Medical, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.
- (3) The price recorded in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$84.29 to \$84.91, inclusive. The reporting person undertakes to provide ICU Medical, Inc., any security holder of ICU Medical, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this Form 4.
- (4) The price recorded in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$83.26 to \$84.24, inclusive. The reporting person undertakes to provide ICU Medical, Inc., any security holder of ICU Medical, Inc., or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each

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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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