Jain Vivek Form 4 October 11, 2017

FORM 4

Form 5

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

Check this box if no longer subject to Section 16. Form 4 or

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

obligations may continue. See Instruction 1(b).

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 * Jain Vivek

Symbol

5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading

Issuer

ICU MEDICAL INC/DE [ICUI]

(Check all applicable)

(Last)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

X Director 10% Owner _X__ Officer (give title _ Other (specify

OMB APPROVAL

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January 31,

2005

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Number:

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response...

Estimated average

burden hours per

10/09/2017

below) Chairman and CEO

(Street)

(First)

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

6. Individual or Joint/Group Filing(Check

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

SAN CLEMENTE, CA 92673

951 CALLE AMANECER

(City)	(State) ((Zip) Tabl	e I - Non-D	erivative	Secui	rities Acq	uired, Disposed o	f, or Beneficial	ly 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)	(Instr. 3,	ispose 4 and (A) or	ed of (D) 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	10/09/2017		Code V X	Amount 2,200	(D)	Price \$ 58.79	44,111	D	
Common Stock	10/09/2017		S	200 (1)	D	\$ 190 (2)	43,911	D	
Common Stock	10/09/2017		S	2,000 (1)	D	\$ 191 (2)	41,911	D	
Common Stock	10/10/2017		X	5	A	\$ 58.79	41,916	D	
Common Stock	10/10/2017		S	5 (1)	D	\$ 190 (2)	41,911	D	

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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. Transactic Code (Instr. 8)	5. Number proof 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 Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amour or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 58.79	10/09/2017		X	2,200	(3)	02/24/2024	Common Stock	2,20
Non-Qualified Stock Option (right to buy)	\$ 58.79	10/10/2017		X	5	<u>(3)</u>	02/24/2024	Common Stock	5

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			

Jain Vivek

951 CALLE AMANECER X Chairman and CEO

SAN CLEMENTE, CA 92673

Signatures

By: Paula Darbyshire, Attorney-in-fact For: 10/11/2017 Vivek Jain

**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 September 7, 2017.

(2) All shares sold were sold at the exact price disclosed.

Reporting Owners 2

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Options vest and are exercisable as to 25% of the underlying grant one year after the date of grant and in equal monthly installments thereafter for three additional years.

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.