

ICU MEDICAL INC/DE  
Form 4  
January 05, 2016

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
**RIGGS STEVEN**

(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)  
**01/04/2016**

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)  
VP Operations

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 (A) or (D) Price			
Common Stock	01/04/2016		S <sup>(1)</sup>	1,232 D \$ 107.068 <sub>(2)</sub>	2,003	D	
Common Stock	01/04/2016		S <sup>(1)</sup>	600 D \$ 107.8729 <sub>(3)</sub>	1,403	D	
Common Stock	01/04/2016		S <sup>(1)</sup>	500 D \$ 109.579 <sub>(4)</sub>	903	D	
Common Stock	01/04/2016		S <sup>(1)</sup>	200 D \$ 110.323 <sub>(5)</sub>	703	D	
Common Stock	01/04/2016		X	15,000 A \$ 43.62	15,703	D	

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Common Stock	01/04/2016	S <sup>(1)</sup>	3,071	D	\$ 105.3648 (6)	12,632	D
Common Stock	01/04/2016	S <sup>(1)</sup>	3,725	D	\$ 106.5682 (7)	8,907	D
Common Stock	01/04/2016	S <sup>(1)</sup>	5,400	D	\$ 107.3997 (8)	3,507	D
Common Stock	01/04/2016	S <sup>(1)</sup>	950	D	\$ 108.3283 (9)	2,557	D
Common Stock	01/04/2016	S <sup>(1)</sup>	854	D	\$ 109.3106 (10)	1,703	D
Common Stock	01/04/2016	S <sup>(1)</sup>	1,000	D	\$ 110.3862 (11)	703	D

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

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 or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 43.62	01/04/2016		X	15,000	(12) 07/20/2021	Common Stock	15,000

## Reporting Owners

Reporting Owner Name / Address

Relationships

Director    10% Owner    Officer    Other

RIGGS STEVEN  
951 CALLE AMANECER  
SAN CLEMENTE, CA 92673

VP  
Operations

## Signatures

By: Paula Darbyshire For: Steven C.  
Riggs

01/05/2016

        \*\*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 trading plan adopted by the reporting person on November 23, 2015.  
  
The price recorded in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$106.62 to \$107.48, 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.
  - (2) The price recorded in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$107.74 to \$108.20, 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 \$109.12 to \$110.03, 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 \$110.16 to \$110.51, 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.
  - (5) The price recorded in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$105.00 to \$105.97, 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.
  - (6) The price recorded in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$106.03 to \$107.02, 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.
  - (7) The price recorded in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$107.03 to \$108.01, 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.
  - (8) The price recorded in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$108.03 to \$109.00, 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.
  - (9) The price recorded in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$109.03 to \$109.62, 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.
  - (10) The price recorded in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$109.03 to \$109.62, 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.

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- (11) The price recorded in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$110.04 to \$110.89, 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.
- (12) 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.
- (13) 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. 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.