

BURCAR ALISON D
Form 4
June 20, 2018

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 *
BURCAR ALISON D

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)
06/18/2018

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President and Gen'l Mgr.

SAN CLEMENTE, CA 92673

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

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

(City) (State) (Zip)

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	06/18/2018		X		\$ 58.79	D	
Common Stock ⁽¹⁾	06/18/2018		S		\$ 302.93	D	
Common Stock ⁽¹⁾	06/18/2018		S		\$ 304.16	D	
Common Stock ⁽¹⁾	06/18/2018		S		\$ 304.73	D	

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Common Stock ⁽¹⁾	06/18/2018	S	100	D	\$ <u>305.9</u> ₍₅₎	17,299	D
Common Stock	06/18/2018	S ⁽⁶⁾	191	D	\$ <u>305.9</u> ₍₅₎	17,108	D
Common Stock	06/18/2018	S	7,199	D	\$ <u>301.56</u> ₍₇₎	9,909	D
Common Stock	06/18/2018	S	5,735	D	\$ <u>302.75</u> ₍₈₎	4,174	D
Common Stock	06/18/2018	S	1,977	D	\$ <u>303.4</u> ₍₉₎	2,197	D
Common Stock	06/18/2018	S	2,197	D	\$ <u>304.65</u> ₍₁₀₎	0	D
Common Stock	06/19/2018	X	34,747	A	\$ 58.79	34,747	D
Common Stock	06/19/2018	S	2,500	D	\$ <u>300.2</u> ₍₁₁₎	32,247	D
Common Stock	06/19/2018	S	26,973	D	\$ <u>301.84</u> ₍₁₂₎	5,274	D
Common Stock	06/19/2018	S	5,274	D	\$ <u>302.27</u> ₍₁₃₎	0	D
Common Stock	06/20/2018	X	21,169	A	\$ 58.79	21,169	D
Common Stock	06/20/2018	S	5,294	D	\$ <u>300.73</u> ₍₁₄₎	15,875	D
Common Stock	06/20/2018	S	13,750	D	\$ <u>301.66</u> ₍₁₅₎	2,125	D
Common Stock	06/20/2018	S	2,125	D	\$ <u>302.5</u> ₍₅₎	0	D

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)

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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)	\$ 58.79	06/18/2018		X	17,108	<u>(16)</u> 02/24/2024	Common Stock	17,108
Non-Qualified Stock Option (right to buy)	\$ 58.79	06/19/2018		X	34,747	<u>(16)</u> 02/24/2024	Common Stock	34,747
Non-Qualified Stock Option (right to buy)	\$ 58.79	06/20/2018		X	21,169	<u>(16)</u> 02/24/2024	Common Stock	21,169

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
BURCAR ALISON D 951 CALLE AMANECER SAN CLEMENTE, CA 92673			Vice President and Gen'l Mgr.	

Signatures

By: Alejandro Parras, Attorney-In-Fact For: Alison Burcar 06/20/2018

__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) These securities are Restricted Stock Units.
The price reported in Column 4 is an average weighted price. These shares were sold in multiple transactions at prices ranging from \$302.50 to \$303.50, 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 reported in Column 4 is an average weighted price. These shares were sold in multiple transactions at prices ranging from \$303.55 to \$304.50, 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 reported in Column 4 is an average weighted price. These shares were sold in multiple transactions at prices ranging from \$304.60 to \$304.85, inclusive. The reporting person undertakes to provide ICU Medical, Inc., any security holder of ICU Medical, Inc.,
 - (4) The price reported in Column 4 is an average weighted price. These shares were sold in multiple transactions at prices ranging from \$304.60 to \$304.85, inclusive. The reporting person undertakes to provide ICU Medical, Inc., any security holder of ICU Medical, Inc.,

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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) All shares sold were sold at the exact price disclosed.
- (6) Shares were previously acquired through the Registrant's Employee Stock Purchase Plan.

The price reported in Column 4 is an average weighted price. These shares were sold in multiple transactions at prices ranging from \$301.00 to \$302.00, 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.
- (7)

The price reported in Column 4 is an average weighted price. These shares were sold in multiple transactions at prices ranging from \$302.05 to \$303.05, 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 reported in Column 4 is an average weighted price. These shares were sold in multiple transactions at prices ranging from \$303.10 to \$304.10, 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 reported in Column 4 is an average weighted price. These shares were sold in multiple transactions at prices ranging from \$304.15 to \$305.10, 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 reported in Column 4 is an average weighted price. These shares were sold in multiple transactions at prices ranging from \$300.00 to \$300.55, 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.
- (11)

The price reported in Column 4 is an average weighted price. These shares were sold in multiple transactions at prices ranging from \$301.10 to \$302.10, 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)

The price reported in Column 4 is an average weighted price. These shares were sold in multiple transactions at prices ranging from \$302.13 to \$302.40, 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.
- (13)

The price reported in Column 4 is an average weighted price. These shares were sold in multiple transactions at prices ranging from \$300.20 to \$301.20, 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.
- (14)

The price reported in Column 4 is an average weighted price. These shares were sold in multiple transactions at prices ranging from \$301.30 to \$302.05, 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.
- (15) Options exercisable in four equal annual cumulative installments commencing one year after the grant date.
- (16) Transaction is the exercise of a derivative security; see Column 2.
- (17)

Remarks:

The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 1, 2014.

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.