

SAUCEDO JOSEPH R  
Form 4  
October 10, 2017

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
SAUCEDO JOSEPH R

(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)  
10/09/2017

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)

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	(D)	Price
Common Stock	10/09/2017		X		1,500	A	\$ 32.4
Common Stock	10/09/2017		X		1,500	A	\$ 33.52
Common Stock	10/09/2017		X		1,500	A	\$ 37
Common Stock	10/09/2017		X		1,500	A	\$ 43.12
Common Stock	10/09/2017		X		1,500	A	\$ 36.6
Common Stock	10/09/2017		X		1,500	A	\$ 39.38

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Common Stock							
Common Stock	10/09/2017	S	600 <sup>(1)</sup>	D	\$ 189.0135 <sup>(2)</sup>	11,491	D
Common Stock	10/09/2017	S	2,100 <sup>(1)</sup>	D	\$ 189.4824 <sup>(3)</sup>	9,391	D
Common Stock	10/09/2017	S	300 <sup>(1)</sup>	D	\$ 190.6667 <sup>(4)</sup>	9,091	D
Common Stock	10/09/2017	S	1,200 <sup>(1)</sup>	D	\$ 189 <sup>(5)</sup>	7,891	D
Common Stock	10/09/2017	S	4,600 <sup>(1)</sup>	D	\$ 189.487 <sup>(6)</sup>	3,291	D
Common Stock	10/09/2017	S	200 <sup>(1)</sup>	D	\$ 190.85 <sup>(7)</sup>	3,091	D

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

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(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)	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 32.4	10/09/2017		X	1,500	02/03/2011 02/03/2020	Common Stock	1,500
Non-Qualified Stock Option (right to buy)	\$ 33.52	10/09/2017		X	1,500	04/21/2011 04/21/2020	Common Stock	1,500
	\$ 36.6	10/09/2017		X	1,500	10/20/2011 10/20/2020		1,500

Non-Qualified Stock Option (right to buy)								Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 37	10/09/2017	X	1,500	07/21/2011	07/21/2020		Common Stock	1,500
Non-Qualified Stock Option (right to buy)	\$ 39.38	10/09/2017	X	1,500	10/19/2012	10/19/2021		Common Stock	1,500
Non-Qualified Stock Option (right to buy)	\$ 43.12	10/09/2017	X	1,500	02/02/2012	02/02/2021		Common Stock	1,500

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SAUCEDO JOSEPH R 951 CALLE AMANECER SAN CLEMENTE, CA 92673		X		

## Signatures

By: Paula Darbyshire, Attorney-in-fact For: Joseph R. Saucedo 10/10/2017

\_\_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.  
The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$188.25 to \$189.20, 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.
  - (2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$189.25 to \$190.05, 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.
  - (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$190.40 to \$191.00, 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.
  - (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$188.20 to \$189.15, 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)
  - (6)

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The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$189.20 to \$190.00, 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 a weighted average price. These shares were sold in multiple transactions at prices ranging from \$190.70 to \$191.00, 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.

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.