ICU MEDICAL INC/DE
Form 4
August 19, 2008

FORM 4

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

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

OMB APPROVAL
OMB Number: 3235-0287
Expires: January 31, 2005
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).

(Print or Type Responses)

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

(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)
08/15/2008

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)
__X__ Director _____ 10% Owner
__X__ Officer (give title below) __X__ Other (specify below)
Chairman / Chairman

6. Individual or Joint/Group Filing(Check Applicable Line)
_X_ 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	08/15/2008	08/15/2008	S		200	D	$ 31.66	762,081	D	
Common Stock	08/15/2008	08/15/2008	S		400	D	$ 31.67	761,681	D	
Common Stock	08/15/2008		S		100	D	$ 31.8	761,581	D	
Common Stock	08/15/2008	08/15/2008	S		100	D	$ 31.82	761,481	D	
Common Stock								1,186,843	I	by Partnership (1)

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. 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)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008		X			100	01/01/2002	01/02/2009	Common Stock	100
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008		X			200	01/01/2002	01/02/2009	Common Stock	200
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008		X			400	01/01/2002	01/02/2009	Common Stock	400
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008		X			200	01/01/2002	01/02/2009	Common Stock	200
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008		X			100	01/01/2002	01/02/2009	Common Stock	100
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008		X			100	01/01/2002	01/02/2009	Common Stock	100
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008		X			200	01/01/2002	01/02/2009	Common Stock	200
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008		X			200	01/01/2002	01/02/2009	Common Stock	200
	$ 8.1667	08/15/2008		X			300	01/01/2002	01/02/2009		300

Non-Qualified Stock Option (right to buy)							Common Stock	
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	100	01/01/2002	01/02/2009	Common Stock	10
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	100	01/01/2002	01/02/2009	Common Stock	10
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	200	01/01/2002	01/02/2009	Common Stock	20
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	300	01/01/2002	01/02/2009	Common Stock	30
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	100	01/01/2002	01/02/2009	Common Stock	10
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	100	01/01/2002	01/02/2009	Common Stock	10
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	200	01/01/2002	01/02/2009	Common Stock	20
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	700	01/01/2002	01/02/2009	Common Stock	70
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	600	01/01/2002	01/02/2009	Common Stock	60
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	200	01/01/2002	01/02/2009	Common Stock	20
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	300	01/01/2002	01/02/2009	Common Stock	30
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	200	01/01/2002	01/02/2009	Common Stock	20
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	400	01/01/2002	01/02/2009	Common Stock	40
Non-Qualified Stock Option	$ 8.1667	08/15/2008	X	463	01/01/2002	01/02/2009	Common Stock	46

(right to buy)								
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	100	01/01/2002	01/02/2009	Common Stock	10
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	237	01/01/2002	01/02/2009	Common Stock	23
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	300	01/01/2002	01/02/2009	Common Stock	30
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	500	01/01/2002	01/02/2009	Common Stock	50
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	1,362	01/01/2002	01/02/2009	Common Stock	1,3
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	326	01/01/2002	01/02/2009	Common Stock	32
Non-Qualified Stock Option (right to buy)	$ 8.1667	08/15/2008	X	300	01/01/2002	01/02/2009	Common Stock	30

Reporting Owners

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

Signatures

By: Lynn DeMartini For: George A. Lopez, M.D.	08/19/2008
**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) Common Stock owned by George A. Lopez M.D. Second Family Limited Partnership. Dr. Lopez holds a one-percent general partnership interest in the Partnership. As general partner, he has the power to vote and power to dispose of the 1,186,843 shares owned by the Partnership and may be deemed to be beneficial owner of such shares. The Partnership acquired the shares on 2/24/99 from Trusts for the benefit of the Lopez children, the Christopher George Lopez Children's Trust and the Nicholas George Lopez Children's Trust, which own a 99% limited partnership in the Partnership. Dr. Lopez is not trustee of and has no interest in the children's Trusts. Except to the extent of his undivided one percent general partnership interest in the assets of the Partnership, Dr. Lopez disclaims any beneficial ownership of the shares owned by the Partnership.

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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Explanation of Responses: