

| OMB APPROVAL                                 |           |
|--|-----------|
| OMB Number:                                  | 3235-0287 |
| 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**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

|   |  |  |
|---|--|--|
| 1. Name and Address of Reporting Person*<br><b>LOPEZ GEORGE A</b><br><br>(Last) (First) (Middle)<br><b>951 CALLE AMANECER</b><br><br>(Street)<br><b>SAN CLEMENTE CA 92673</b><br><br>(City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol<br><b>ICU MEDICAL INC/DE [ ICU ]</b> | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br><input checked="" type="checkbox"/> Director 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) <input checked="" type="checkbox"/> Other (specify below)<br><b>Chairman / Chairman</b> |
|   | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>08/18/2008</b>            |  |
| 4. If Amendment, Date of Original Filed (Month/Day/Year)  |  |  |

**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 |   |  |   |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|-------|--|-----------------|---|--|--|---|--|-------|
|  |  |                                      |  | Code                           | V | (A)  | (D)   | Date Exercisable   | Expiration Date |   |  |  |   |  | Title |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 904   | 01/01/2002   | 01/02/2009      | Common Stock  | 904  | 30.67  | 552,570   | D  |       |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 200   | 01/01/2002   | 01/02/2009      | Common Stock  | 200  | 30.68  | 552,370   | D  |       |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 900   | 01/01/2002   | 01/02/2009      | Common Stock  | 900  | 30.69  | 551,470   | D  |       |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 570   | 01/01/2002   | 01/02/2009      | Common Stock  | 570  | 30.7   | 550,900   | D  |       |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 1,400 | 01/01/2002   | 01/02/2009      | Common Stock  | 1,400                                      | 30.71  | 549,500   | D  |       |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) |                            | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-------|--|-----------------|---|----------------------------|--|--|---|--|
|  |  |                                      |  | Code                           | V | (A)  | (D)   | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |  |  |   |  |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 200   | 01/01/2002   | 01/02/2009      | Common Stock  | 200                        | \$30.72                                    | 549,300  | D   |  |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 1,400 | 01/01/2002   | 01/02/2009      | Common Stock  | 1,400                      | \$30.73                                    | 547,900  | D   |  |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 600   | 01/01/2002   | 01/02/2009      | Common Stock  | 600                        | \$30.75                                    | 547,300  | D   |  |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 730   | 01/01/2002   | 01/02/2009      | Common Stock  | 730                        | \$30.74                                    | 546,570  | D   |  |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 1,900 | 01/01/2002   | 01/02/2009      | Common Stock  | 1,900                      | \$30.76                                    | 544,670  | D   |  |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 700   | 01/01/2002   | 01/02/2009      | Common Stock  | 700                        | \$30.77                                    | 543,970  | D   |  |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 400   | 01/01/2002   | 01/02/2009      | Common Stock  | 400                        | \$30.78                                    | 543,570  | D   |  |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 900   | 01/01/2002   | 01/02/2009      | Common Stock  | 900                        | \$30.79                                    | 542,670  | D   |  |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 200   | 01/01/2002   | 01/02/2009      | Common Stock  | 200                        | \$30.8                                     | 542,470  | D   |  |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 100   | 01/01/2002   | 01/02/2009      | Common Stock  | 100                        | \$30.81                                    | 542,370  | D   |  |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 100   | 01/01/2002   | 01/02/2009      | Common Stock  | 100                        | \$30.86                                    | 542,270  | D   |  |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) |                            | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----|--|-----------------|---|----------------------------|--|--|---|--|
|  |  |                                      |  | Code                           | V | (A)  | (D) | Date Exercisable   | Expiration Date | Title   | Amount or Number of Shares |  |  |   |  |
| Non-Qualified Stock Option (right to buy)  | \$8.1667   | 08/18/2008                           |  | X                              |   |  | 600 | 01/01/2002   | 01/02/2009      | Common Stock  | 600                        | \$30.82                                    | 541,670  | D   |  |

Explanation of Responses:

By: Lynn DeMartini For: 08/19/2008  
George A. Lopez, M.D.

\*\* Signature of Reporting Person      Date

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

\* 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).

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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