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SHERMAN Form 4 May 15, 20	RICHARD MD								
FORM	ЛЛ							-	PPROVAL
Check the check	his box	Washington, D.C. 20549						Number: Expires:	3235-0287 January 31, 2005
subject of Section Form 4 Form 5 obligation may con <i>See</i> Inst 1(b).	16. or Filed put ons stinue.	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 <u>*</u> SHERMAN RICHARD MD			2. Issuer Name and Ticker or Trading Symbol ICU MEDICAL INC/DE [ICUI]			5. Relationship of Reporting Person(s) to Issuer			
(Last) (First) (Middle) 951 CALLE AMANECER			3. Date of Earliest Transaction (Month/Day/Year) 05/11/2012			(Check all applicable) <u>X</u> Director Officer (give title <u>10%</u> Owner Other (specify below)			
SAN CLEN	(Street) MENTE, CA 9267	73		endment, D onth/Day/Yea	ate Original r)			-	erson
(City)	(State)	(Zip)	Tab	ole I - Non-l	Derivative	Securities A	Person Acquired, Disposed	of. or Beneficia	llv Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemo Execution any (Month/Da	ed Date, if	3. Transactio Code (Instr. 8)	4. Securiti nAcquired (Disposed ((Instr. 3, 4	es (A) or of (D)	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
Reminder: Re	port on a separate line	e for each cl	ass of sec	urities bene	Person inform require	ns who restation cont ed to resp ys a curre	or indirectly. spond to the colle tained in this forn ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amour
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securit
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired		

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	Derivative Security			(A) orDisposed of(D)(Instr. 3, 4, and 5)				
			Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Share
Non-Qualified Stock Option (right to buy)	\$ 53.81	05/11/2012	А	1,508	05/11/2013	05/11/2022	Common Stock	1,5
Non-Qualified Stock Option (right to buy) (1)	(2)	05/11/2012	А	1,022	(3)	05/11/2013	Common Stock	1,0

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
SHERMAN RICHARD MD 951 CALLE AMANECER SAN CLEMENTE, CA 92673	Х						
Signatures							
By: Lynn DeMartini For: Richa M.D.	05	/15/2012					
<u>**</u> Signature of Reporting P		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.
- (2) There is neither a purchase price nor an exercise price for the Restricted Stock Units.
- (3) These Restricted Stock Units vest on the anniversary of the date of the award.

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.