FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

| OMB APPR | OMB APPROVAL | | | | | | | | | |
|----------------------|--------------|--|--|--|--|--|--|--|--|--|
| OMB Number: | 3235-0287 | | | | | | | | | |
| Estimated average bi | urden | | | | | | | | | |
| 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

| The state of the state of the postering is of the state o | | son* | 2. Issuer Name and Ticker or Trading Symbol ICU MEDICAL INC/DE [ICUI] | (Check | tionship of Reporting Person(s) to Issuer all applicable) | | | |
|--|---------|----------|--|---|--|--------|--|--|
| (Last) (First) (Middle) C/O ICU MEDICAL 951 CALLE AMANECER | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 06/29/2006 | X | Officer (give title below) Chairman / Chair | below) | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable | | | | |
| (Street) SAN CLEMENTE | CA | 92673 | | Line) X | Form filed by One Report Form filed by More than Person | • | | |
| (City) | (State) | (Zip) | | | | | | |

| 1. Title of Security (Instr. 3) | able I - Non-Derivative | 2A. Deemed | 3. | | 4. Securities | | | 5. Amount of | 6. Ownership | 7. Nature |
|---------------------------------|-------------------------|---|--------------------------|---|---------------|---------------|----------|--|--|---|
| 1. The of Security (insu. 3) | Date (Month/Day/Year) | ZA. Deemed Execution Date, if any (Month/Day/Year) | Transaction Code (Instr. | | Disposed O | | | Securities Beneficially Owned Following | 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 | Reported Transaction(s) (Instr. 3 and 4) | (111541: 4) | (111501.4) |
| Common Stock | 06/29/2006 | | X | | 87 | A | \$5.5417 | 67,370 | D | |
| Common Stock | 06/29/2006 | | X | | 729 | A | \$5.5417 | 68,099 | D | |
| Common Stock | 06/29/2006 | | X | | 300 | A | \$5.5417 | 68,399 | D | |
| Common Stock | 06/29/2006 | | X | | 900 | A | \$5.5417 | 69,299 | D | |
| Common Stock | 06/29/2006 | | X | | 700 | A | \$5.5417 | 69,999 | D | |
| Common Stock | 06/29/2006 | | X | | 153 | A | \$5.5417 | 70,152 | D | |
| Common Stock | 06/29/2006 | | X | | 100 | A | \$5.5417 | 70,252 | D | |
| Common Stock | 06/29/2006 | | X | | 3 | A | \$5.5417 | 70,255 | D | |
| Common Stock | 06/29/2006 | | S | | 22,297 | D | \$41 | 47,958 | D | |
| Common Stock | 06/29/2006 | | S | | 100 | D | \$41.02 | 47,858 | D | |
| Common Stock | 06/29/2006 | | S | | 5,200 | D | \$41.04 | 42,658 | D | |
| Common Stock | 06/29/2006 | | S | | 7,303 | D | \$41.05 | 35,355 | D | |
| Common Stock | 06/29/2006 | | S | | 100 | D | \$41.06 | 35,255 | D | |
| Common Stock | 06/29/2006 | | S | | 300 | D | \$41.08 | 34,955 | D | |
| Common Stock | 06/29/2006 | | S | | 4,846 | D | \$41.09 | 30,109 | D | |
| Common Stock | 06/29/2006 | | S | | 13 | D | \$41.1 | 30,096 | D | |
| Common Stock | 06/29/2006 | | S | | 757 | D | \$41.11 | 29,339 | D | |
| Common Stock | 06/29/2006 | | S | | 5,959 | D | \$41.12 | 23,380 | D | |
| Common Stock | 06/29/2006 | | S | | 1,284 | D | \$41.13 | 22,096 | D | |
| Common Stock | 06/29/2006 | | S | | 204 | D | \$41.14 | 21,892 | D | |
| Common Stock | 06/29/2006 | | S | | 500 | D | \$41.17 | 21,392 | D | |
| Common Stock | 06/29/2006 | | S | | 600 | D | \$41.19 | 20,792 | D | |
| Common Stock | 06/29/2006 | | S | | 1,200 | D | \$41.2 | 19,592 | D | |
| Common Stock | 06/29/2006 | | S | | 100 | D | \$41.28 | 19,492 | D | |
| Common Stock | 06/29/2006 | | S | | 100 | D | \$41.3 | 19,392 | D | |

| | | Tabl | e I - Non-Deri | vative | Secu | ırities | Acc | quired, | Dis | posed of | f, or E | Benef | iciall | y Own | ed | | |
|---------------------------------|-------|--|---|--|------|---------|---|-----------------------------------|--------|--|--|---------------------------------|--|--|---|--|-------------------------|
| 1. Title of Security (Instr. 3) | | 2. Transact Date (Month/Day | //Year) | 2A. Deemed Execution Date,) if any (Month/Day/Year | | · | 3. Transaction Code (Instr. 8) | | | ities Acquired (A) or d Of (D) (Instr. 3, 4 and | | | nd Securities Beneficially Owned | | 6. Ownership Form: Direct (D) or Indirect (I) | 7. Nature of Indirect Beneficial Ownership | |
| | | | | | | | Code | v | Amount | (A) (D) | or Pi | ice | | | (Instr. 4) | (Instr. 4) | |
| Common | Stock | | 06/29/2 | 006 | | | | S | | 198 | D | \$ | 41.32 | . 1 | 19,194 | D | |
| Common | Stock | | 06/29/2 | 006 | | | | S | | 100 | D | \$ | 41.41 | 1 | 19,094 | D | |
| Common | Stock | | 06/29/2 | 006 | | | | S | | 100 | D | | \$41.5 | 1 | 18,994 | D | |
| Common | Stock | | 06/29/2 | 006 | | | | S | | 900 | D | \$ | 41.73 | | 18,094 | D | |
| Common Stock | | 06/29/2 | 006 | | | S | | 1,100 | D | \$41.79 | | 16,994 | | D | | | |
| | | Та | ble II - Deriva (e.g., p | | | | | | | osed of, convertib | | | | Owned | I | | |
| Derivative Conversion Date | | 3. Transaction Date (Month/Day/Year) | 3A. Deemed Execution Date, if any (Month/Day/Year) | 4. Transa Code (8) | | | | Expiration Date (Month/Day/Yea | | ate | d 7. Title and Amount of Securities Underlying Derivative Security (Instr 3 and 4) | | of D Sc (I) | Price f erivative ecurity nstr. 5) | 9. Number of derivative securities Beneficially Owned Following Reported Transaction(s (Instr. 4) | Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | Beneficial Ownership |
| | | | | Code | v | (A) (| (D) | Date Exercise | able | Expiration Date | Title | Amo or Num of Share | oer | | | | |

Explanation of Responses:

By: Lynn DeMartini For: George A. Lopez, M.D.

06/30/2006

** Signature of Reporting Person

Date

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

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.

 $^{^{\}star}$ 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).