

PFIZER INC

Form 4

November 16, 2018

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
PFIZER INC

2. Issuer Name **and** Ticker or Trading
Symbol
ICU MEDICAL INC/DE [ICUI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
235 E 42ND ST,
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/15/2018

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☐ Form filed by One Reporting Person
☒ Form filed by More than One Reporting
Person

NEW YORK, NY 10017

(City) (State) (Zip)

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)		
Common Stock	11/15/2018		S	2,500,000	D	\$ 209.25	0 ⁽¹⁾	I ⁽¹⁾	0 ⁽¹⁾

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

**Persons who respond to the collection of
information contained in this form are not
required to respond unless the form
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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)

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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)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
PFIZER INC 235 E 42ND ST NEW YORK, NY 10017	X			
C.P. Pharmaceuticals International C.V. C/O ITS GENERAL PARTNERS 235 E. 42ND ST NEW YORK, NY 10017				See Note (1)
Pfizer Production LLC 235 EAST 42ND STREET NEW YORK, NY 10017				See Note (1)
Pfizer Manufacturing LLC 235 EAST 42ND STREET NEW YORK, NY 10017				See Note (1)

Signatures

Pfizer Inc., By /s/ Susan Grant, Assistant Secretary	11/16/2018
____Signature of Reporting Person	Date
Pfizer Production LLC, acting in its capacity as general partner of C.P. Pharmaceuticals International C.V. By /s/ Brian McMahon, Senior Vice President	11/16/2018
____Signature of Reporting Person	Date
Pfizer Manufacturing LLC, acting in its capacity as general partner of C.P. Pharmaceuticals International C.V. By /s/ Brian Byala, Senior Vice President	11/16/2018
____Signature of Reporting Person	Date
Pfizer Production LLC, By /s/ Darren Welsh, Secretary	11/16/2018
____Signature of Reporting Person	Date
Pfizer Manufacturing LLC, By /s/ Darren Welsh, Secretary	11/16/2018

__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) These shares were owned directly by C.P. Pharmaceuticals International C.V. ("CPPI"), whose general partners are Pfizer Production LLC ("PPL") and Pfizer Manufacturing LLC ("PPM"). CPPI, PPL and PPM are indirect wholly-owned subsidiaries of Pfizer Inc. ("Pfizer"). Pfizer, PPL and PPM were indirect beneficial owners of the shares, but each of PPL and PPM, as a general partner of CPPI, disclaims ownership of securities held by CPPI except to the extent of any pecuniary interest therein.

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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