

THERMO FISHER SCIENTIFIC INC.

Form 4

July 16, 2015

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
HORNSTRA PETER E

2. Issuer Name **and** Ticker or Trading
Symbol
**THERMO FISHER SCIENTIFIC
INC. [TMO]**

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

81 WYMAN STREET

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
07/14/2015

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)
VP & Chief Accounting Officer

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

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

WALTHAM, MA 02451

(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)		
			Code	V	Amount	(A) or (D)	Price		
Common Stock	07/14/2015		M		1,663	A	\$ 54.97	19,827	D
Common Stock	07/14/2015		M		5,718	A	\$ 57.25	25,545	D
Common Stock	07/14/2015		S ⁽¹⁾		6,881	D	\$ 136.02	18,664	D
Common Stock	07/14/2015		S ⁽¹⁾		500	D	\$ 136	18,164	D
Common Stock								533.87	I
									By 401(k)

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

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(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)		8. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 54.97	07/14/2015		M	1,663	<u>(2)</u>	02/23/2018	Common Stock	1,663	
Stock Option (Right to Buy)	\$ 57.25	07/14/2015		M	5,718	<u>(3)</u>	03/02/2019	Common Stock	5,718	

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
HORNSTRA PETER E 81 WYMAN STREET WALTHAM, MA 02451	VP & Chief Accounting Officer

Signatures

/s/ Barbara J. Lucas, Attorney-in-Fact for Peter E.
Hornstra

07/16/2015

__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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 18, 2015.

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- (2) The option vested in four equal annual installments on February 23, 2012, 2013, 2014 and 2015.
- (3) The option is exercisable in four equal annual installments. The first, second and third installments became exercisable on March 2, 2013, 2014 and 2015, and the next installment becomes exercisable on March 2, 2016.

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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