

THERMO FISHER SCIENTIFIC INC.

Form 4

March 23, 2016

**FORM 4**

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Williamson Stephen

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)  
03/21/2016

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
Sr. VP and CFO

WALTHAM, MA 02451

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

(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	03/21/2016		M		2,527	A	\$ 49.49
Common Stock	03/21/2016		M		4,408	A	\$ 54.97
Common Stock	03/21/2016		M		3,773	A	\$ 49.49
Common Stock	03/21/2016		S <sup>(1)</sup>		10,708	D	\$ 139.5
Common Stock	03/22/2016		M		1,123	A	\$ 49.49

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Common Stock	03/22/2016	M	1,792	A	\$ 54.97	28,404	D
Common Stock	03/22/2016	M	1,677	A	\$ 49.49	30,081	D

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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (Right to Buy)	\$ 49.49	03/21/2016		M	2,527	03/05/2011 <sup>(2)</sup>	03/05/2017	Common Stock	2,527
Stock Option (Right to Buy)	\$ 54.97	03/21/2016		M	4,408	<sup>(3)</sup>	02/23/2018	Common Stock	4,408
Stock Option (Right to Buy)	\$ 49.49	03/21/2016		M	3,773	03/05/2012 <sup>(4)</sup>	03/05/2017	Common Stock	3,773
Stock Option (Right to Buy)	\$ 49.49	03/22/2016		M	1,123	03/05/2011 <sup>(2)</sup>	03/05/2017	Common Stock	1,123
Stock Option (Right to Buy)	\$ 54.97	03/22/2016		M	1,792	<sup>(3)</sup>	02/23/2018	Common Stock	1,792
	\$ 49.49	03/22/2016		M	1,677	03/05/2012 <sup>(4)</sup>	03/05/2017		1,677

Stock  
Option  
(Right to  
Buy)

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Williamson Stephen 81 WYMAN STREET WALTHAM, MA 02451			Sr. VP and CFO	

## Signatures

/s/ Barbara J. Lucas, Attorney-in-Fact for Stephen Williamson	03/23/2016
**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 February 18, 2016.
- (2) The option vested in four equal installments on March 5, 2011, 2012, 2013 and 2014.
- (3) The option vested in four equal installments on February 23, 2012, 2013, 2014 and 2015.
- (4) The option vested in four equal installments on March 5, 2012, 2013, 2014 and 2015.

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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