

MEISTER PAUL M
Form 4
January 05, 2007

FORM 4

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

OMB APPROVAL

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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 *
MEISTER PAUL M

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, P.O. BOX 9046

3. Date of Earliest Transaction (Month/Day/Year)
01/03/2007

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

(Street)
WALTHAM, MA 024549046

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 or Price | | |
| Common Stock | 01/03/2007 | | F | | 190,050 D \$ 45.17 | 702,950 ⁽¹⁾ | D |
| Common Stock | 01/03/2007 | | M | | 200,000 A \$ 19.62 | 902,950 | D |
| Common Stock | 01/03/2007 | | S ⁽²⁾ | | 200,000 D \$ 45.29 ⁽³⁾ | 702,950 | D |
| Common Stock | 01/04/2007 | | M | | 177,512 A \$ 19.62 | 880,462 | D |
| | 01/04/2007 | | S ⁽²⁾ | | 255,462 D | 625,000 | D |

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Common Stock \$ 45.5
(4)

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) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount Number of Shares |
| Stock Option (Right to Buy) | \$ 19.62 | 01/03/2007 | | M | 200,000 | 11/09/2006 09/26/2008 | Common Stock 200,000 |
| Stock Option (Right to Buy) | \$ 19.62 | 01/04/2007 | | M | 177,512 | 11/09/2006 09/26/2008 | Common Stock 177,512 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| MEISTER PAUL M 81 WYMAN STREET P.O. BOX 9046 WALTHAM, MA 024549046 | X | | | |

Signatures

By: Barbara J. Lucas, Attorney-in-Fact for Paul M. Meister 01/05/2007

**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) Includes 352,950 shares previously held indirectly through a trust for the benefit of the reporting person, and that were distributed to the reporting person effective as of January 3, 2007, and are now owned directly.
- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on November 13, 2006.
- (3) The sales price shown is the average sales price for all shares sold on January 3, 2007, actual denominations are as follows: 50,000 shares at \$45.05; 100,000 shares at \$45.25; 23,400 shares at \$45.52; 25,000 shares at \$45.70 and 1,600 shares at \$45.75.

The sales price shown is the average sales price for all shares sold on January 4, 2007, actual denominations are as follows: 53,800 shares at \$45.30; 4,500 shares at \$45.31; 100 shares at \$45.33; 1,600 shares at \$45.35; 2,400 shares at \$45.36; 2,300 shares at \$45.37; 2,000 shares at \$45.38; 1,300 shares at \$45.39; 2,000 shares at \$45.40; 2,500 shares at \$45.41; 800 shares at \$45.42; 1,500 shares at \$45.45; 200 shares at \$45.46; 73,547 shares at \$45.50; 9,300 shares at \$45.51; 7,000 shares at \$45.52; 3,700 shares at \$45.53; 3,800 shares at \$45.54; 2,700 shares at \$45.55; 400 shares at \$45.56; 5,715 shares at \$45.57; 700 shares at \$45.58; 2,202 shares at \$45.62; 12,798 shares at \$45.63; 12,600 shares at \$45.65; 4,700 shares at \$45.66; 2,200 shares at \$45.67; 35,400 shares at \$45.68; 2,900 shares at \$45.69; 300 shares at \$45.70 and 500 shares at \$45.71.

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.