

THERMO FISHER SCIENTIFIC INC.

Form 4

January 09, 2007

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 *
HOOGASIAN SETH H

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)
01/08/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP, Gen. Counsel & Sec.

(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	(A) or (D)	Price
Common Stock	01/08/2007		M		957	A	\$ 11.89
Common Stock	01/08/2007		M		858	A	\$ 10.86
Common Stock	01/08/2007		M		1,751	A	\$ 15.55
Common Stock	01/08/2007		M		1,018	A	\$ 14.28
Common Stock	01/08/2007		M		436	A	\$ 10.71

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Common Stock	01/08/2007	M	25,000	A	\$ 22.47	68,302	D	
Common Stock	01/08/2007	M	9,595	A	\$ 22.47	77,897	D	
Common Stock	01/08/2007	M	261	A	\$ 12.23	78,158	D	
Common Stock	01/08/2007	M	10,000	A	\$ 20.27	88,158	D	
Common Stock	01/08/2007	M	315	A	\$ 11.1	88,473	D	
Common Stock	01/08/2007	M	721	A	\$ 26.59	89,194	D	
Common Stock	01/08/2007	M	432	A	\$ 27.78	89,626	D	
Common Stock	01/08/2007	<u>S⁽¹⁾</u>	100	D	\$ 44.86	89,526	D	
Common Stock	01/08/2007	<u>S⁽¹⁾</u>	100	D	\$ 44.87	89,426	D	
Common Stock	01/08/2007	<u>S⁽¹⁾</u>	300	D	\$ 44.88	89,126	D	
Common Stock	01/08/2007	<u>S⁽¹⁾</u>	1,600	D	\$ 44.89	87,526	D	
Common Stock	01/08/2007	<u>S⁽¹⁾</u>	3,100	D	\$ 44.9	84,426	D	
Common Stock	01/08/2007	<u>S⁽¹⁾</u>	12,700	D	\$ 44.91	71,726	D	
Common Stock	01/08/2007	<u>S⁽¹⁾</u>	600	D	\$ 44.92	71,126	D	
Common Stock	01/08/2007	<u>S⁽¹⁾</u>	920	D	\$ 44.93	70,206	D	
Common Stock	01/08/2007	<u>S⁽¹⁾</u>	5,100	D	\$ 44.94	65,106	D	
Common Stock	01/08/2007	<u>S⁽¹⁾</u>	300	D	\$ 44.95	64,806	D	
Common Stock	01/08/2007	<u>S⁽¹⁾</u>	5,200	D	\$ 44.97	59,606	D	
Common Stock	01/08/2007	<u>S⁽¹⁾</u>	21,324	D	\$ 45	38,282	D	
Common Stock						411	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)	Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Stock Option (Right to Buy)	\$ 11.89	01/08/2007		M	957	01/10/1996	01/10/2008	Common Stock	957
Stock Option (Right to Buy)	\$ 15.55	01/08/2007		M	1,751	03/01/1996	03/01/2008	Common Stock	1,751
Stock Option (Right to Buy)	\$ 22.47	01/08/2007		M	25,000	<u>(2)</u>	03/14/2008	Common Stock	25,000
Stock Option (Right to Buy)	\$ 22.47	01/08/2007		M	9,595	<u>(2)</u>	03/14/2008	Common Stock	9,595
Stock Option (Right to Buy)	\$ 10.86	01/08/2007		M	858	04/11/1996	04/11/2008	Common Stock	858
Stock Option (Right to Buy)	\$ 14.28	01/08/2007		M	1,018	08/14/1996	08/14/2008	Common Stock	1,018
Stock Option (Right to Buy)	\$ 10.71	01/08/2007		M	436	12/21/1998	12/21/2008	Common Stock	436

Stock Option (Right to Buy)	\$ 20.27	01/08/2007	M	10,000	(2)	03/15/2009	Common Stock	10,000
Stock Option (Right to Buy)	\$ 26.59	01/08/2007	M	721	05/23/1997	05/23/2009	Common Stock	721
Stock Option (Right to Buy)	\$ 27.78	01/08/2007	M	432	05/23/1997	05/23/2009	Common Stock	432
Stock Option (Right to Buy)	\$ 11.1	01/08/2007	M	315	06/10/1997	06/10/2009	Common Stock	315
Stock Option (Right to Buy)	\$ 12.23	01/08/2007	M	261	10/01/1997	10/01/2009	Common Stock	261

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HOOGASIAN SETH H 81 WYMAN STREET P.O. BOX 9046 WALTHAM, MA 024549046			Sr. VP, Gen. Counsel & Sec.	

Signatures

By: Barbara J. Lucas, Attorney-in-Fact for Seth H.
Hoogasian

01/09/2007

**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) 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.
- (2) Immediately

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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