

THERMO FISHER SCIENTIFIC INC.
 Form 4
 December 05, 2006

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

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 Director 10% Owner
 Officer (give title below) Other (specify below)
 Chief Executive Officer

(Last) (First) (Middle)
 81 WYMAN STREET, P.O. BOX 9046
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 12/01/2006

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 (D) Price			
Common Stock	12/01/2006		S(1)	3,077 D \$ 43.5	227,392	D	
Common Stock	12/01/2006		S(1)	5,200 D \$ 43.51	222,192	D	
Common Stock	12/01/2006		S(1)	3,200 D \$ 43.52	218,992	D	
Common Stock	12/01/2006		S(1)	6,700 D \$ 43.53	212,292	D	
Common Stock	12/01/2006		S(1)	4,400 D \$ 43.54	207,892	D	

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Common Stock	12/01/2006	<u>S(1)</u>	10,900	D	\$ 43.55	196,992	D
Common Stock	12/01/2006	<u>S(1)</u>	3,800	D	\$ 43.56	193,192	D
Common Stock	12/01/2006	<u>S(1)</u>	2,300	D	\$ 43.57	190,892	D
Common Stock	12/01/2006	<u>S(1)</u>	6,102	D	\$ 43.58	184,790	D
Common Stock	12/01/2006	<u>S(1)</u>	12,298	D	\$ 43.59	172,492	D
Common Stock	12/01/2006	<u>S(1)</u>	6,400	D	\$ 43.6	166,092	D
Common Stock	12/01/2006	<u>S(1)</u>	4,900	D	\$ 43.61	161,192	D
Common Stock	12/01/2006	<u>S(1)</u>	700	D	\$ 43.62	160,492	D
Common Stock	12/01/2006	<u>S(1)</u>	200	D	\$ 43.64	160,292	D
Common Stock	12/01/2006	<u>S(1)</u>	100	D	\$ 43.66	160,192	D
Common Stock	12/01/2006	<u>S(1)</u>	4,000	D	\$ 43.67	156,192	D
Common Stock	12/01/2006	<u>S(1)</u>	4,300	D	\$ 43.68	151,892	D
Common Stock	12/01/2006	<u>S(1)</u>	13,000	D	\$ 43.69	138,892	D
Common Stock	12/01/2006	<u>S(1)</u>	700	D	\$ 43.7	138,192	D
Common Stock	12/01/2006	<u>S(1)</u>	18,500	D	\$ 43.71	119,692	D
Common Stock	12/04/2006	M	100,000	A	\$ 19.5	219,692	D
Common Stock	12/04/2006	<u>S(1)</u>	15,900	D	\$ 44	203,792	D
Common Stock	12/04/2006	<u>S(1)</u>	64,100	D	\$ 44.01	139,692	D
Common Stock	12/04/2006	<u>S(1)</u>	8,800	D	\$ 44.02	130,892	D
Common Stock	12/04/2006	<u>S(1)</u>	200	D	\$ 44.03	130,692	D
	12/04/2006	<u>S(1)</u>	7,400	D		123,292	D

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) The option vests in three equal annual installments beginning on July 11, 2001.

Remarks:

Form 2 of 2

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.