

THERMO FISHER SCIENTIFIC INC.

Form 4

February 12, 2008

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 *
ULLIAN ELAINE

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)
02/11/2008

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)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	02/11/2008		M		17,444	A	\$ 18.09 17,944 D
Common Stock	02/11/2008		S		100	D	\$ 55.37 17,844 D
Common Stock	02/11/2008		S		900	D	\$ 55.38 16,944 D
Common Stock	02/11/2008		S		444	D	\$ 55.44 16,500 D
Common Stock	02/11/2008		S		100	D	\$ 55.46 16,400 D

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Common Stock	02/11/2008	S	900	D	\$ 55.47	15,500	D
Common Stock	02/11/2008	S	200	D	\$ 55.48	15,300	D
Common Stock	02/11/2008	S	1,200	D	\$ 55.49	14,100	D
Common Stock	02/11/2008	S	1,067	D	\$ 55.5	13,033	D
Common Stock	02/11/2008	S	4,033	D	\$ 55.51	9,000	D
Common Stock	02/11/2008	S	2,800	D	\$ 55.52	6,200	D
Common Stock	02/11/2008	S	5,567	D	\$ 55.53	633	D
Common Stock	02/11/2008	S	133	D	\$ 55.54	500	D

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

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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. Amount or Number of Shares
Stock Option (Right to Buy)	\$ 18.09	02/11/2008		M	17,444	⁽¹⁾ 07/19/2008	Common Stock	17,444

Reporting Owners

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

ULLIAN ELAINE
81 WYMAN STREET
P.O. BOX 9046
WALTHAM, MA 024549046

X

Signatures

By: Barbara J. Lucas, Attorney-in-Fact for Elaine S.
Ullian

02/12/2008

__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 option vested in three equal installments on July 19, 2002, 2003 and 2004.

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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