

Walder Fredric T
Form 4
August 24, 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 *
Walder Fredric T

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)
08/22/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Sr. VP, Customer Excellence

(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	08/22/2007		M		5,471	A	\$ 11.89
Common Stock	08/22/2007		M		17,444	A	\$ 22.47
Common Stock	08/22/2007		M		11,346	A	\$ 10.86
Common Stock	08/22/2007		M		25,000	A	\$ 20.27
Common Stock	08/22/2007		M		50,000	A	\$ 19.67

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Common Stock	08/22/2007	S	100	D	\$ 50.95	123,391	D	
Common Stock	08/22/2007	S	200	D	\$ 50.98	123,191	D	
Common Stock	08/22/2007	S	1,200	D	\$ 50.99	121,991	D	
Common Stock	08/22/2007	S	44,944	D	\$ 51	77,047	D	
Common Stock	08/22/2007	S	45,846	D	\$ 51.01	31,201	D	
Common Stock	08/22/2007	S	4,300	D	\$ 51.02	26,901	D	
Common Stock	08/22/2007	S	2,000	D	\$ 51.03	24,901	D	
Common Stock	08/22/2007	S	100	D	\$ 51.04	24,801	D	
Common Stock	08/22/2007	S	4,600	D	\$ 51.05	20,201	D	
Common Stock	08/22/2007	S	5,971	D	\$ 51.06	14,230	D	
Common Stock						320	I	By 401(k) by Spouse
Common Stock						368	I	By Spouse

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)	8. Amount or Number of Shares	
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares
						Code	V (A)	(D)	

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Stock Option (Right to Buy)	\$ 11.89	08/22/2007	M	5,471	<u>(1)</u>	02/08/2008	Common Stock	5,471
Stock Option (Right to Buy)	\$ 22.47	08/22/2007	M	17,444	<u>(1)</u>	03/14/2008	Common Stock	17,444
Stock Option (Right to Buy)	\$ 10.86	08/22/2007	M	11,346	<u>(1)</u>	04/11/2008	Common Stock	11,346
Stock Option (Right to Buy)	\$ 20.27	08/22/2007	M	25,000	<u>(1)</u>	03/15/2009	Common Stock	25,000
Stock Option (Right to Buy)	\$ 19.67	08/22/2007	M	50,000	<u>(1)</u>	11/21/2012	Common Stock	50,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Walder Fredric T 81 WYMAN STREET P.O. BOX 9046 WALTHAM, MA 024549046			Sr. VP, Customer Excellence	

Signatures

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

08/24/2007

__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) 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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