

WAREHAM JOHN P
Form 4
August 08, 2012

FORM 4

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

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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
WAREHAM JOHN P

(Last) (First) (Middle)

**RESMED INC., 9001 SPECTRUM
CENTER BLVD.**

(Street)

SAN DIEGO, CA 92123

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

RESMED INC [RMD]

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

08/06/2012

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ Form filed by One Reporting Person
☐ Form filed by More than One Reporting
Person

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
ResMed Common Stock	08/06/2012		M		12,000	A	\$ 23.095
ResMed Common Stock	08/06/2012		S		12,000	D	\$ 35.7354
ResMed Common Stock	08/07/2012		M		5,942	A	\$ 21.025
ResMed Common Stock	08/07/2012		S		5,942	D	\$ 35.8

Stock

ResMed

Common Stock	08/07/2012	M	9,058	A	\$ 21.025	19,058	D
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ResMed

Common Stock	08/07/2012	S	9,058	D	\$ 36.12	10,000	D
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ResMed

Common Stock	08/07/2012	M	3,000	A	\$ 21.025	13,000	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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 or Number of Shares
ResMed NQ Stock Options	\$ 23.095	08/06/2012		M	12,000	11/10/2007 ⁽¹⁾ 11/10/2013	ResMed Common Stock 12,000
ResMed NQ Stock Options	\$ 21.025	08/07/2012		M	5,942	11/07/2008 ⁽¹⁾ 11/07/2014	ResMed Common Stock 5,942
ResMed NQ Stock Options	\$ 21.025	08/07/2012		M	9,058	11/07/2008 ⁽¹⁾ 11/07/2014	ResMed Common Stock 9,058
ResMed NQ Stock Options	\$ 21.025	08/07/2012		M	3,000	11/07/2008 ⁽¹⁾ 11/07/2014	ResMed Common Stock 3,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WAREHAM JOHN P RESMED INC. 9001 SPECTRUM CENTER BLVD. SAN DIEGO, CA 92123			X	

Signatures

John P.
Wareham
08/08/2012

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) Represents date options first became exercisable.

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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