

RESMED INC  
Form 8-K/A  
September 17, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 8-K/A**  
**(Amendment No. 1)**

**CURRENT REPORT**

Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934

August 24, 2012

Date of Report (Date of earliest event reported)

**ResMed Inc.**

(Exact name of registrant as specified in its charter)

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**Delaware**  
(State of Incorporation)

**001-15317**  
(Commission

**98-0152841**  
(IRS Employer

File Number)  
**9001 Spectrum Center Blvd.**

Identification No.)

**San Diego, CA 92123**

(Address of principal executive offices) (Zip Code)

**(858) 836-5000**

(Registrant's telephone number, including area code)

**N/A**

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**EXPLANATORY NOTE**

This Form 8-K/A is being filed to update the Form 8-K filed on August 27, 2012 to include a correct copy of the Fifth Amended and Restated Bylaws. The previously filed version correctly included the complete text of each of the amendments described in this report but, due to an administrative oversight, inadvertently omitted a provision adopted as part of the Fourth Amended and Restated Bylaws.

**Item 5.03. Amendments to Articles of Incorporation or Bylaws; Change in Fiscal Year.**

A copy of the Fifth Amended and Restated Bylaws is attached as Exhibit 3.1 and incorporated herein by reference.

**Item 9.01. Financial Statements and Exhibits.**

(d) *Exhibits.*

3.1 Fifth Amended and Restated Bylaws of ResMed Inc.

**SIGNATURES**

We have authorized the person whose signature appears below to sign this report on our behalf, in accordance with the Securities Exchange Act of 1934.

**RESMED INC.**

Date: September 17, 2012

By: /s/ David Pendarvis

Name: David Pendarvis

Its: Chief administrative officer, global general

counsel and secretary

**INDEX TO EXHIBITS**

<b>Exhibit</b>	<b>Document</b>
3.1	Fifth Amended and Restated Bylaws of ResMed Inc.