KIANI JOE E Form 4 August 13, 2018

### FORM 4

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

Washington, D.C. 20549

**OMB APPROVAL** 

3235-0287

January 31,

2005

0.5

OMB

Number:

Expires:

response...

5. Relationship of Reporting Person(s) to

Estimated average

burden hours per

Check this box if no longer subject to Section 16. Form 4 or

**SECURITIES** Form 5 obligations may continue.

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

2. Issuer Name and Ticker or Trading

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \*

See Instruction

| KIANI JOE E  |                                      |   |               | Symbol MASIMO CORP [MASI]                            |                                 |    |   |  |     | (Check all applicable)   |  |   |  |
|--|--------------------------------------|---|---------------|--|---------------------------------|----|---|--|-----|--|--|---|--|
|  | (Last)  C/O MASIM DISCOVER           | 3. Date of Earliest Transaction<br>(Month/Day/Year)<br>08/09/2018 |               |  |                                 |    |   | X Director 10% Owner X Officer (give title Other (specify below) below)  CEO and Chairman of the Board |     |  |  |   |  |
| (Street) IRVINE, CA 92618  |                                      |   |               | 4. If Amendment, Date Original Filed(Month/Day/Year) |                                 |    |   |  |     | 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ 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 Owner. |                                      |   |               |  |                                 |    |   |  |     | lly Owned  |  |   |  |
|  | 1.Title of<br>Security<br>(Instr. 3) | 2. Transaction I<br>(Month/Day/Ye                                 | ar) Execution | med<br>on Date, if<br>Day/Year)                      | 3.<br>Transa<br>Code<br>(Instr. | 8) | 4. Securition(A) or Dis (D) (Instr. 3, 4) | sposed   | of  | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4)                             | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|  | Common<br>Stock                      | 08/09/2018  |               |  | G                               |    | 10,000                                    | D  | \$0 | 129,241  | D  |   |  |
|  | Common<br>Stock                      |   |               |  |                                 |    |   |  |     | 229,290  | I  | By Trust  |  |
|  | Common<br>Stock                      |   |               |  |                                 |    |   |  |     | 550,000  | I  | By Trust  |  |
|  | Common<br>Stock                      |   |               |  |                                 |    |   |  |     | 352,919  | I  | By Trust  |  |
|  | Common<br>Stock                      |   |               |  |                                 |    |   |  |     | 359,000  | I  | By Trust  |  |

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| Common<br>Stock | 2,250,291 | I | By Trust         |
|-----------------|-----------|---|------------------|
| Common<br>Stock | 10,373    | I | See Footnote (3) |
| Common<br>Stock | 9,000     | I | See<br>Footnote  |

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

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SEC 1474 (9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 2.          | 3. Transaction Date                                 | 3A. Deemed   | 4.  | 5.  | 6. Date Exerc   | cisable and  | 7. Titl  | e and  | 8. Price of  | 9. Nu  |
|-------------|---|--|---|---|---|--|--|--|--|--|
| Conversion  | (Month/Day/Year)                                    | Execution Date, if   | Transactio  | onNumber  | Expiration D  | ate  | Amou   | nt of  | Derivative   | Deriv  |
| or Exercise |   | any  | Code  | of  | (Month/Day/   | Year)  | Under  | lying  | Security   | Secu   |
| Price of    |   | (Month/Day/Year)   | (Instr. 8)  | Derivative  | e   |  | Securi   | ties   | (Instr. 5)   | Bene   |
| Derivative  |   |  |   | Securities  |   |  | (Instr.  | 3 and 4)   |  | Own  |
| Security    |   |  |   | Acquired  |   |  |  |  |  | Follo  |
|             |   |  |   | (A) or  |   |  |  |  |  | Repo   |
|             |   |  |   | Disposed  |   |  |  |  |  | Trans  |
|             |   |  |   | of (D)  |   |  |  |  |  | (Instr   |
|             |   |  |   | (Instr. 3,  |   |  |  |  |  |  |
|             |   |  |   | 4, and 5)   |   |  |  |  |  |  |
|             |   |  |   |   |   |  |  | Amount   |  |  |
|             |   |  |   |   |   |  |  |  |  |  |
|             |   |  |   |   | Date  | Expiration   |  |  |  |  |
|             |   |  |   |   | Exercisable   | Exercisable Date   |  |  |  |  |
|             |   |  |   |   |   |  |  | 01   |  |  |
|             | Conversion<br>or Exercise<br>Price of<br>Derivative | Conversion (Month/Day/Year)<br>or Exercise<br>Price of<br>Derivative | Conversion (Month/Day/Year) Execution Date, if or Exercise any Price of (Month/Day/Year) Derivative | Conversion (Month/Day/Year) Execution Date, if Transaction or Exercise any Code Price of (Month/Day/Year) (Instr. 8) Derivative | Conversion (Month/Day/Year) Execution Date, if TransactionNumber or Exercise any Code of Price of (Month/Day/Year) (Instr. 8) Derivative Security Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Conversion (Month/Day/Year) Execution Date, if TransactionNumber Expiration D code of (Month/Day/Pear) Exercise any Code of (Month/Day/Pear) Expiration D code of (Month/Day/Pear) Expir | Conversion (Month/Day/Year) Execution Date, if TransactionNumber Expiration Date or Exercise any Code of (Month/Day/Year)  Price of (Month/Day/Year) (Instr. 8) Derivative  Securities  Securities  Securities  Acquired  (A) or  Disposed of (D)  (Instr. 3, 4, and 5)  Date Expiration | Conversion (Month/Day/Year) Execution Date, if any Code of (Month/Day/Year) Under Security Code of (Month/Day/Year) Under Securities (Instr. 8) Derivative Securities (Instr. 8) Disposed of (D) (Instr. 3, 4, and 5)  Date Expiration Date Amou Under Securities (Instr. 8) Derivative Securities (Instr. 8) Date Expiration Date Title | Conversion (Month/Day/Year) Execution Date, if or Exercise any Code of (Month/Day/Year) Underlying Price of (Month/Day/Year) (Instr. 8) Derivative Securities Securities (Instr. 3 and 4)  Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Amount of (Month/Day/Year) Underlying Securities (Instr. 3 and 4)  Amount of (Month/Day/Year) Underlying Securities (Instr. 3 and 4)  Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | Conversion (Month/Day/Year) Execution Date, if any Code of (Month/Day/Year) Underlying Security  Price of (Month/Day/Year) (Instr. 8) Derivative Securities (Instr. 5)  Derivative Security Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)  Date Expiration Date Amount of Derivative Security Securit |

# **Reporting Owners**

Attorney-In-Fact

| Reporting Owner Name / Address  | Relationships |           |                               |       |  |  |  |  |
|---|---------------|-----------|-------------------------------|-------|--|--|--|--|
| <b>Fg</b>   | Director      | 10% Owner | Officer                       | Other |  |  |  |  |
| KIANI JOE E<br>C/O MASIMO CORPORATION<br>52 DISCOVERY<br>IRVINE, CA 92618 | X             |           | CEO and Chairman of the Board |       |  |  |  |  |
| Signatures  |               |           |                               |       |  |  |  |  |
| /s/ David J. Van Ramshorst,   |               | 00/1      | 2/2019                        |       |  |  |  |  |

\*\*Signature of Reporting Person Date

Reporting Owners 2

08/13/2018

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## **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) Shares held in four trusts for which Mr. Kiani is not the trustee.
- (2) Shares held in one trust for which Mr. Kiani is the sole trustee.
- (3) Shares held in Masimo Retirement Savings Plan.
- (4) Shares held by an immediate family member for which Mr. Kiani exercises voting and investment control.

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.