RESMED INC Form 4 June 06, 2016

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

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

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * PENDARVIS DAVID		Symbol		Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (N		ED INC [] of Earliest To	-	(Check all applicable)			
RESMED I CENTER E	`	(Month/Day/Year) 06/03/2016			Director 10% Owner X Officer (give title Other (specify below) Chief Administrative Officer			
	4. If Am	endment, Da	ate Original	6. Individual or Joint/Group Filing(Check				
SAN DIEG	O, CA 92123	Filed(Mo	onth/Day/Year	r)	Applicable Line) _X_ Form filed by Form filed by l Person			
(City)	(State)	(Zip) Tol	do I. Non I	Derivative Securities Acq		or Ronoficial	ly Owned	
		- Iai	1 - MUII-1	•	jun eu, Disposeu o	oi, oi benenciai	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Code	4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
				(A)	Transaction(s)			

Transaction(s) (Instr. 3 and 4) Code V Amount (D) Price ResMed Common $M^{(1)}$ 06/03/2016 \$ 33.7 80,512 (4) D 6,000 A Stock ResMed \$ 59.41 74,512 Common 06/03/2016 $S^{(1)}$ 6.000 D D (3)

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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
ResMed Common Stock Options	\$ 33.7	06/03/2016		M <u>(1)</u>		6,000	11/11/2011 <u>(2)</u>	11/11/2017	ResMed Common Stock	6,000

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

PENDARVIS DAVID RESMED INC. 9001 SPECTRUM CENTER BLVD. SAN DIEGO, CA 92123

Chief Administrative Officer

Signatures

David Pendarvis, Chief Administrative
Officer

06/06/2016

**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 transaction was conducted under a Rule 10b5-1 plan.
- (2) Represents date options first became exercisable. Options vest 1/4 per year.
- (3) This transaction was executed in multiple trades at prices ranging from \$59.31 to \$59.57. The price reported above reflects the weighted average sale price.
- (4) Includes 224.75 shares of ResMed stock purchased on May 5, 2016, through the ResMed Employee Stock Purchase Plan.

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.

Reporting Owners 2