

WAREHAM JOHN P
Form 4
August 08, 2012

FORM 4

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

OMB APPROVAL

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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 *
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)	(A) or (D)	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	Price		
ResMed Common Stock	08/06/2012		M		12,000	A \$ 23.095	22,000	D
ResMed Common Stock	08/06/2012		S		12,000	D \$ 35.7354	10,000	D
ResMed Common Stock	08/07/2012		M		5,942	A \$ 21.025	15,942	D
ResMed Common Stock	08/07/2012		S		5,942	D \$ 35.8	10,000	D

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Stock								
ResMed Common Stock	08/07/2012		M	9,058	A	\$ 21.025	19,058	D
ResMed Common Stock	08/07/2012		S	9,058	D	\$ 36.12	10,000	D
ResMed Common Stock	08/07/2012		M	3,000	A	\$ 21.025	13,000	D

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)
				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.

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