

FARRELL PETER C
Form 4
November 13, 2017

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 *
FARRELL PETER C

(Last) (First) (Middle)

RESMED INC., 9001 SPECTRUM CENTER BOULEVARD

(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)
11/09/2017

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| ResMed Common Stock | 11/09/2017 | | M | | 11,815 A \$ 52.02 | 306,615 | D |
| ResMed Common Stock | 11/09/2017 | | M | | 20,492 A \$ 58.24 | 327,107 | D |
| ResMed Common Stock | 11/09/2017 | | M | | 3,625 A \$ 27.58 | 330,732 | D |
| ResMed Common Stock | 11/09/2017 | | M | | 82,460 A \$ 27.58 | 413,192 | D |

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| | | | | | | | | |
|---------------------------|------------|---|--------------|---|--------------------|---------|---|--|
| Stock | | | | | | | | |
| ResMed Common Stock | 11/09/2017 | S | 11,815 | D | \$ 82.71 (1) | 401,377 | D | |
| ResMed Common Stock | 11/09/2017 | S | 20,492 | D | \$ 82.7 (2) | 380,885 | D | |
| ResMed Common Stock | 11/09/2017 | S | 3,625 | D | \$ 82.69 (3) | 377,260 | D | |
| ResMed Common Stock | 11/09/2017 | S | 82,460 | D | \$ 82.7 (4) | 294,800 | D | |
| ResMed Common Stock | 11/10/2017 | F | 1,858 (5) | D | \$ 83.06 | 292,942 | D | |

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) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Resmed Stock Option Plan | \$ 52.02 | 11/09/2017 | | M | 11,815 | 11/11/2015 ⁽⁶⁾ | 11/19/2021 | ResMed Common Stock | 11,815 |
| Resmed Stock Option Plan | \$ 58.24 | 11/09/2017 | | M | 20,492 | 11/11/2016 ⁽⁶⁾ | 11/19/2022 | ResMed Common Stock | 20,492 |
| Resmed Stock | \$ 27.58 | 11/09/2017 | | M | 3,625 | 11/11/2012 ⁽⁶⁾ | 11/16/2018 | ResMed Common | 3,625 |

| | | | | | | | | | |
|--------------------------|----------|------------|---|--------|---------------------------|------------|--|--|---------------------|
| Option Plan | | | | | | | | | Stock |
| Resmed Stock Option Plan | \$ 27.58 | 11/09/2017 | M | 82,460 | 11/11/2012 ⁽⁶⁾ | 11/16/2018 | | | ResMed Common Stock |
| | | | | | | | | | 82,460 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| FARRELL PETER C RESMED INC. 9001 SPECTRUM CENTER BOULEVARD SAN DIEGO, CA 92123 | | X | | |

Signatures

Peter C. Farrell 11/13/2017

**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) This transaction was executed in multiple trades at prices ranging from 82.51 to 82.88. The price reported above represents the weighted average sales price.
- (2) This transaction was executed in multiple trades at prices ranging from 82.53 to 82.87. The price reported above represents the weighted average sales price.
- (3) This transaction was executed in multiple trades at prices ranging from \$82.51 to \$82.82. The price reported above reflects the weighted average sale price.
- (4) This transaction was executed in multiple trades at prices ranging from 82.49 to 82.89. The price reported above represents the weighted average sales price.
- (5) Disposition to issuer for tax withholding on vesting of performance-based Restricted Stock Units granted on 11/16/2016.
- (6) Represents date options first became exercisable. Options vested 1/4 per year.

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.