

RESMED INC  
Form 4  
November 18, 2011

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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)  
11/15/2011

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)  
Executive Chairman and CEO

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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| ResMed Common Stock             | 11/15/2011                           |  | G                              | (A) or (D)<br>Amount<br>200,000<br>(1)                            | \$ 0 726,959  | D  |   |
| ResMed Common Stock             |                                      |  |                                |   | 3,317   | I  | Peter C. Farrell April 2010 Annuity Trust             |
| ResMed Common Stock             |                                      |  |                                |   | 21,391  | I  | Peter C. Farrell July 2010 Annuity                    |

|                           |         |   |   |
|---------------------------|---------|---|---|
| ResMed<br>Common<br>Stock | 0       | I | Trust<br>Peter C.<br>Farrell<br>November<br>2010<br>Annuity<br>Trusts |
| ResMed<br>Common<br>Stock | 200,000 | I | Peter C.<br>Farrell<br>December<br>2010<br>Annuity<br>Trust           |
| ResMed<br>Common<br>Stock | 200,000 | I | Peter C.<br>Farrell<br>August<br>2011<br>Annuity<br>Trust             |

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.**

SEC 1474  
(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 Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable Expiration Date                         | Title Amount  |
| ResMed<br>Common<br>Stock<br>Options       | \$ 27.58   | 11/16/2011                           |  | A                              | 250,000   | 11/11/2012 <sup>(2)</sup> 11/16/2018                     | ResMed<br>Common<br>Stock 250,000                           |

## 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

Executive Chairman and CEO

## Signatures

Peter C. Farrell

11/18/2011

\*\*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).

Transaction represents a distribution from the Peter C. Farrell November 2010 Annuity Trust (the "Trust") of 200,000 shares to the Peter C. Farrell Trust (of which Dr. Farrell is the Trustee). Per the terms of the trust, 90% of the original value was to be transferred to Dr. Farrell at the end of the first year. Since the value of the stock on the funding date was higher than the current stock price, 100% of the stock was distributed.

(2) Represents date options first become available. Options vest 1/4 annually until fully vested.

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.