

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

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☐ 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

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|---|---|--|
| 1. Name and Address of Reporting Person * <u>PENDARVIS DAVID</u> (Last) (First) (Middle) <u>RESMED INC.</u> <u>9001 SPECTRUM CENTER BLVD.</u> (Street) <u>SAN DIEGO CA 92123</u> (City) (State) (Zip) | 2. Issuer Name and Ticker or Trading Symbol <u>RESMED INC [RMD]</u> | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title below) Other (specify below) <u>Chief Administrative Officer</u> |
| | 3. Date of Earliest Transaction (Month/Day/Year) <u>11/11/2019</u> | |
| | 4. If Amendment, Date of Original Filed (Month/Day/Year) | |

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 Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|------------|----------|---|--|--|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| ResMed Common Stock | 11/11/2019 | | M | | 1,731 | A | \$57.76 | 119,440 ⁽¹⁾ | D | |
| ResMed Common Stock | 11/11/2019 | | F ⁽²⁾ | | 860 | D | \$143.88 | 118,580 | D | |
| ResMed Common Stock | 11/11/2019 | | F ⁽³⁾ | | 727 | D | \$143.88 | 117,853 | D | |
| ResMed Common Stock | 11/11/2019 | | F ⁽⁴⁾ | | 1,199 | D | \$143.88 | 116,654 | D | |

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 Securities Underlying Derivative Security (Instr. 3 and 4) | | 8. Price of Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|-------|--|-----------------|---|----------------------------|--|--|---|--|
| | | | | Code | V | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | | | |
| ResMed Common Stock Options | \$57.76 | 11/11/2019 | | M | | | 1,731 | 11/11/2017 ⁽⁵⁾ | 11/16/2023 | ResMed Common Stock | 1,731 | \$0 | 35,513 | D | |

Explanation of Responses:

- Includes 117,569 shares of ResMed stock purchased on October 31, 2019, through the ResMed Employee Stock Purchase Plan.
- Disposition to issuer for tax withholding on vesting of performance-based Restricted Stock Units granted on 11/16/2017.
- Disposition to issuer for tax withholding on vesting of performance-based Restricted Stock Units granted on 11/14/2018.
- Disposition to issuer for tax withholding on vesting of performance-based Restricted Stock Units granted on 11/16/2016.
- Represents date options first became exercisable. Options vest 1/3 per year.

David Pendarvis, Chief
Administrative Officer

11/13/2019

** Signature of Reporting Person

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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