FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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| Estimated average burde | n |
| 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

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

| 1. Name and Address of Reporting Person* FARRELL PETER C (Last) (First) (Middle) 14040 DANIELSON STREET | | | 2. Issuer Name and Ticker or Trading Symbol RESMED INC [RMD] | | ionship of Reporting Person(s) all applicable) Director | to Issuer 10% Owner |
|--|------------|----------------|--|-----------|---|------------------------|
| | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 08/23/2004 | X | Officer (give title below) Chief Executive O | Other (specify below) |
| (Street) POWAY (City) | CA (State) | 92064 (Zip) | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indivi | dual or Joint/Group Filing (Che Form filed by One Reporting Form filed by More than One | 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) | Transaction Code (Instr. | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | Form: Direct (D) | Beneficial Ownership |
|---------------------------------|--|---|--------------------------|---|--|---------------|----------|--|------------------|-------------------------|
| | | | Code | v | Amount | (A) or (D) | Price | Transaction(s) (Instr. 3 and 4) | | (Instr. 4) |
| ResMed Common Stock | 08/23/2004(1) | | S ⁽¹⁾ | | 2,000(1) | D (1) | \$46.02 | 710,286 | D | |
| ResMed Common Stock | 08/23/2004(1) | | G ⁽¹⁾ | V | 2,000(1) | D (1) | \$46.215 | 708,286 | 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 | 3A. Deemed Execution Date, if any (Month/Day/Year) | Code (In | ransaction Derivative Code (Instr. Securities | | 6. Date Exerc Expiration Da (Month/Day/Y | ate | 7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4) | | Derivative Security (Instr. 5) | 9. Number of derivative Securities Beneficially Owned Following Reported | Ownership Form: Direct (D) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) | |
|--|---|---|----------|---|-----|--|---------------------|--|-------|--------------------------------------|--|----------------------------------|--|--|
| | | | Code V | | (A) | (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | | Transaction(s) (Instr. 4) | | |

Explanation of Responses:

1. All transactions performed pursuant to an existing 10b5-1 plan.

Remarks:

<u>Peter C. Farrell</u> <u>08/23/2004</u>

** Signature of Reporting Person Date

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

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

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 Number.

 $^{^{\}star}$ 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).