SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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 *
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 of Original Filed (Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
X Director
10% Owner
Officer (give title below)
Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)
X 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)
			Code	V	Amount	(A) or (D)	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	
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	

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 NQ Stock Options	$23.095	08/06/2012		M			12,000	11/10/2007(1)	11/10/2013	ResMed Common Stock	12,000	$0	0	D	
ResMed NQ Stock Options	$21.025	08/07/2012		M			5,942	11/07/2008(1)	11/07/2014	ResMed Common Stock	5,942	$0	30,058	D	
ResMed NQ Stock Options	$21.025	08/07/2012		M			9,058	11/07/2008(1)	11/07/2014	ResMed Common Stock	9,058	$0	21,000	D	
ResMed NQ Stock Options	$21.025	08/07/2012		M			3,000	11/07/2008(1)	11/07/2014	ResMed Common Stock	3,000	$0	18,000	D	

Explanation of Responses:

1. Represents date options first became exercisable.

Remarks:

John P. Wareham 08/08/2012
** 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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