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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

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

1. Name and Address of Reporting Person * <u>Douglas Robert Andrew</u>  (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 <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) X <u>President and COO ResMed Inc.</u>
	3. Date of Earliest Transaction (Month/Day/Year) <u>05/01/2015</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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
ResMed Common Stock	05/01/2015		S <sup>(1)</sup>		500	D	\$63.92	57,338.764 <sup>(3)</sup>	I	Douglas Family Trust
ResMed Common Stock	05/01/2015		M <sup>(1)</sup>		5,833	A	\$19.25	63,171.764	I	Douglas Family Trust
ResMed Common Stock	05/01/2015		S <sup>(1)</sup>		5,833	D	\$63.92	57,338.764	I	Douglas Family Trust
ResMed Common Stock								42,662	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
ResMed Common Stock Options	\$19.25	05/01/2015		M <sup>(1)</sup>		5,833		02/03/2007 <sup>(2)</sup>	02/03/2016	ResMed Common Stock	5,833	\$0	46,618	I	Douglas Family Trust

**Explanation of Responses:**

- The transaction was conducted under a 10b5-1 Plan as defined under the Securities Exchange Act of 1934, as amended.
- Represents date options first became exercisable. Options vest 1/4 per year on the anniversary of the grant.
- Includes 218,410 shares of common stock purchased on April 30, 2015, through ResMed's Employee Stock Purchase Plan.

**Remarks:**

Robert Douglas, President and Chief Operating Officer, ResMed Inc. 05/05/2015

\*\* 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.

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.