

Gallahue Kieran
Form 4
November 12, 2010

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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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 *
Gallahue Kieran

(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)
11/10/2010

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)

Chief Executive Officer

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount or Price | | |
| ResMed Common Stock | 11/10/2010 | | M | | 8,000 A \$ 12.468 | 71,589.794 | D |
| ResMed Common Stock | 11/10/2010 | | S | | 8,000 D \$ 33.097 (3) | 63,589.794 | D |
| ResMed Common Stock | 11/10/2010 | | M | | 16,000 A \$ 15.52 | 79,589.794 | D |
| ResMed Common | 11/10/2010 | | S | | 16,000 D \$ 33.131 | 63,589.794 | D |

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Stock (4)
 ResMed
 Common Stock 11/11/2010 F 6,668 D \$ 33.7 56,921.794 D
 Stock (5)

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

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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 Underlying Security (Instr. 3 and 4) | | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|---------------------|-----|
| | | | | | | Date Exercisable | Expiration Date | Title | |
| | | | | | | | | | |
| | | | | | | Code | V | (A) | (D) |
| ResMed Common Stock Options | \$ 12.468 | 11/10/2010 | | M | 8,000 | 01/20/2006 ⁽¹⁾ | 01/20/2015 | ResMed Common Stock | |
| ResMed Common Stock Options | \$ 15.52 | 11/10/2010 | | M | 16,000 | 11/20/2009 ⁽¹⁾ | 11/20/2015 | ResMed Common Stock | |
| ResMed Common Stock Options | \$ 33.7 | 11/11/2010 | | A | 100,000 | 11/11/2011 ⁽²⁾ | 11/11/2017 | ResMed Common Stock | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Gallahue Kieran RESMED INC. 9001 SPECTRUM CENTER BOULEVARD SAN DIEGO, CA 92123 | X | | Chief Executive Officer | |

Signatures

Kieran Gallahue

11/12/2010

**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).

(1) Represents first date options became exercisable.

(2) Represents first date 1/4 of the options become exercisable. Thereafter, options will continue to vest 1/4 annually until fully vested.

(3) This transaction was executed in multiple trades at prices ranging from \$33.07 to \$33.125. The price reported above reflects the weighted average sale price. The reporting person will provide full information regarding the number of shares and prices at which the transaction was effected upon request to the SEC staff, the issuer or the security holder of the issuer.

(4) This transaction was executed in multiple trades at prices ranging from \$33.10 to 33.175. The price reported above reflects the weighted average sale price. The reporting person will provide full information regarding the number of shares and prices at which the transaction was effected upon request to the SEC staff, the issuer or the security holder of the issuer.

(5) Disposition to issuer for tax withholding upon vesting of Restricted Stock Units.

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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