

RESMED INC  
Form 8-K  
November 18, 2016

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**  
**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**Pursuant to Section 13 or 15(d)**  
**of the Securities Exchange Act of 1934**

**November 16, 2016**

**Date of Report (Date of earliest event reported)**

**ResMed Inc.**

**(Exact Name of Registrant as Specified in Charter)**

**Delaware**  
**(State or Other Jurisdiction**  
  
**of Incorporation)**

**001-15317**  
**(Commission**  
  
**File Number)**

**98-0152841**  
**(I.R.S. Employer**  
  
**Identification No.)**

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**9001 Spectrum Center Boulevard**

**San Diego, California 92123**

**(Address of Principal Executive Offices) (Zip Code)**

**(858) 836-5000**

**(Registrant's telephone number, including area code)**

**N/A**

**(Former Name or Former Address, if Changed Since Last Report)**

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Item 5.07. Submission of Matters to a Vote of Security Holders.**

On November 16, 2016, US Pacific time, at our annual meeting of stockholders, our stockholders (1) elected the two nominees listed below to serve on our board of directors; (2) ratified the selection of KPMG LLP as our independent registered public accounting firm for the fiscal year ending June 30, 2017; and (3) approved the compensation of our named executive officers.

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
<i>Item of Business No. 1: Elect the following two nominees to serve for three-year terms until our annual meeting of stockholders in 2019:</i>				
Carol Burt	100,666,008	289,740	171,373	6,825,559
Rich Sulpizio	99,898,400	1,053,609	175,112	6,825,559

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
<i>Item No. 2: Ratify KPMG LLP as independent registered public accounting firm.</i>	106,114,765	1,662,706	175,209	

	<b>For</b>	<b>Against</b>	<b>Abstain</b>	<b>Broker Non-Votes</b>
<i>Item No. 3: Approve, on an advisory basis, the compensation of ResMed's named executive officers.</i>	78,988,265	16,493,549	5,645,307	6,825,559

**SIGNATURES**

We have authorized the person whose signature appears below to sign this report on our behalf, in accordance with the Securities Exchange Act of 1934.

**RESMED INC.**

Date: November 18, 2016

By: /s/ David Pendarvis  
David Pendarvis  
Chief administrative officer, global general counsel  
and secretary