

Jacobsen Stein
Form 4
November 16, 2010

FORM 4

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

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Jacobsen Stein

(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)

11/12/2010

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)

COO, Europe

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)
ResMed Common Stock	11/12/2010		M	24,000	A \$ 23.095	64,222.656	D
ResMed Common Stock	11/12/2010		S	24,000	D \$ 33.2538 (2)	40,222.656	D
ResMed Common Stock	11/12/2010		M	37,500	A \$ 21.71	77,722.656	D
ResMed Common	11/12/2010		S	37,500	D \$ 33.214 (3)	40,222.656	D

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Stock

ResMed Common Stock	11/12/2010	M	6,000	A	\$ 21.025	46,222.656	D
ResMed Common Stock	11/12/2010	S	6,000	D	\$ 33.25	40,222.656	D
ResMed Common Stock	11/12/2010	M	10,000	A	\$ 21.675	50,222.656	D
ResMed Common Stock	11/12/2010	S	10,000	D	\$ 33.25	40,222.656	D
ResMed Common Stock	11/12/2010	S	10,222	D	\$ 33.241 (4)	30,000.656	D

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
ResMed Common Stock Options	\$ 23.095	11/12/2010		M	24,000	11/10/2007 ⁽¹⁾ 11/10/2013	ResMed Common Stock 24,000
ResMed Common Stock Options	\$ 21.71	11/12/2010		M	37,500	08/01/2008 ⁽¹⁾ 08/01/2014	ResMed Common Stock 37,500
ResMed Common	\$ 21.025	11/12/2010		M	6,000	11/07/2008 ⁽¹⁾ 11/07/2014	ResMed Common 6,000

Stock
Options

Stock

ResMed
Common
Stock
Options

\$ 21.675 11/12/2010

M

10,000 10/01/2009⁽¹⁾ 10/01/2015

ResMed
Common
Stock 10,00

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jacobsen Stein RESMED INC. 9001 SPECTRUM CENTER BLVD. SAN DIEGO, CA 92123			COO, Europe	

Signatures

Stein Jacobsen 11/16/2010

**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) Disposition to issuer for tax withholding upon vesting of performance-based Restricted Stock Units granted on 12/17/2009 and vesting 11/11/2010.

- (2) This transaction was executed in multiple trades at prices ranging from \$33.24 to 33.285. The price reported 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.

- (3) This transaction was executed in multiple trades at prices ranging from \$33.19 to 33.258. The price reported 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 \$33.24 to 33.25. The price reported 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.

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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