

QUINN MICHAEL A
Form 4
June 12, 2006

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
QUINN MICHAEL A

(Last) (First) (Middle)

RESMED INC., 97 WATERLOO ROAD

(Street)

NORTH RYDE, C3 2113

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
RESMED INC [RMD]

3. Date of Earliest Transaction (Month/Day/Year)
05/20/2002

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)

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	(A) or (D)	Price			
ResMed Common Stock	02/28/2006		C		1,650	A	\$ 30.3	1,650	I	Kaylara ATF Kaylara Family Trust ⁽²⁾
ResMed Common Stock	02/28/2006		C		1,650	A	\$ 30.3	1,650	I	Kaylara ATF Straflo ⁽²⁾
ResMed Common Stock								74,800	D	

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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 Underlying Security (Instr. 3 and 4)
				Code V (A) (D)		Date Exercisable Expiration Date	Title
ResMed - 4% Convertible Subordinated Notes	\$ 30.3	05/20/2002		P	50,000	<u>(1)</u> 06/20/2006	ResMed Common Stock
ReMed - 4% Convertible Subordinated Notes	\$ 30.3	05/20/2002		P	50,000	<u>(1)</u> 06/20/2006	ResMed Common Stock
ResMed - 4% Convertible Subordinated Notes	\$ 30.3	02/28/2006		C	50,000	<u>(1)</u> 06/20/2006	ResMed Common Stock
ResMed - 4% Convertible Subordinated Notes	\$ 30.3	02/28/2006		C	50,000	<u>(2)</u> 06/20/2006	ResMed Common Stock
ResMed Stock Options	<u>(3)</u>					<u>(3)</u> <u>(3)</u>	ResMed Common Stock <u>(3)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
QUINN MICHAEL A RESMED INC.	X			

97 WATERLOO ROAD
NORTH RYDE, C3 2113

Signatures

Michael A.
Quinn

06/12/2006

 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) Transaction represents the purchase of ResMed's 4% Convertible Subordinated Notes due 6/20/2006. The Notes can be converted into 33 shares of ResMed Common Stock per \$1,000 principal amount of Notes at a conversion price of \$30.30 per share.
- (2) The Note holders are Kaylara ATF Kaylara Family Trust and Kaylara ATF Straflo which are entities controlled by Michael Quinn.
- (3) Mr. Quinn also has stock options granted between between 1998 and 2005. Options are exercisable 1/3 each year beginning 1 year after date of grant and expire 10 years after the grant date. Number of options beneficially owned reflects ResMed's 2-for-1 stock split.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.