

RESMED INC  
Form 8-K  
November 24, 2015

**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 19, 2015**

**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 19, 2015, US Pacific time, at our annual meeting of stockholders, our stockholders (1) elected the three 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, 2016; and (3) approved the compensation of our named executive officers.

|   | <b>For</b>  | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
|---|-------------|----------------|----------------|-----------------------------|
| <i>Item of Business No. 1: Elect the following three nominees to serve for three-year terms until our annual meeting of stockholders in 2018:</i> |             |                |                |                             |
| Peter Farrell   | 91,888,635  | 6,653,132      | 368,542        | 7,439,910                   |
| Gary Pace   | 81,948,101  | 14,597,001     | 2,365,207      | 7,439,910                   |
| Ron Taylor  | 87,497,603  | 9,048,196      | 2,364,510      | 7,439,910                   |
|   | <b>For</b>  | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
| <i>Item No. 2: Ratify KPMG LLP as independent registered public accounting firm.</i>  |             |                |                |                             |
|   | 105,608,678 | 423,862        | 317,679        |                             |
|   | <b>For</b>  | <b>Against</b> | <b>Abstain</b> | <b>Broker<br/>Non-Votes</b> |
| <i>Item No. 3: Approve, on an advisory basis, the compensation of ResMed's named executive officers.</i>  |             |                |                |                             |
|   | 83,643,119  | 12,130,927     | 3,136,263      | 7,439,910                   |

**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 24, 2015

By: /s/ David Pendarvis  
David Pendarvis

Chief administrative officer, global general counsel  
and secretary