Coleman Robert Form 4 December 01, 2009

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

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response...

if no longer subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

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

1(b).

(Last)

PARKER

(City)

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * Coleman Robert

(First)

11/27/2009

2. Issuer Name and Ticker or Trading

Symbol

MASIMO CORP [MASI]

3. Date of Earliest Transaction

4. If Amendment, Date Original

(Month/Day/Year)

C/O MASIMO CORPORATION, 40

(Middle)

11/27/2009

Officer (give title Other (specify below)

(Check all applicable)

10% Owner

7. Nature of

Indirect

Beneficial

Ownership

(Instr. 4)

5. Relationship of Reporting Person(s) to

6. Individual or Joint/Group Filing(Check

X_ Director

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

Issuer

(Street)

Filed(Month/Day/Year)

IRVINE, CA 92618

(State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of 2. Transaction Date 2A. Deemed 4. Securities Acquired (A) 3. 5. Amount of Ownership Security (Month/Day/Year) Execution Date, if Transaction Disposed of (D) Securities (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially Form: (Month/Day/Year) (Instr. 8) Owned Direct (D) Following or Indirect Reported (I) (A) Transaction(s) (Instr. 4) or (Instr. 3 and 4) Price

(D) Code V Amount

 $S^{(1)}$ 40,000 D

26.3552

D 285,600

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)

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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. onNumber of Derivative Securities Acquired (A) or Disposed of (D)		ate	Amount Underly Securiti	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

Coleman Robert

C/O MASIMO CORPORATION, 40 PARKER IRVINE, CA 92618

Signatures

/s/ Mark P. de Raad, Attorney-in-Fact

**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).

X

(1) The shares covered by this Form 4 have been sold pursuant to a Rule 10b5-1 Sales Plan dated as of November 13, 2009, which is intended to comply with Rule 10b5-1 promulgated under the Securities Exchange Act of 1934, as amended.

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.

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