### Edgar Filing: MASIMO CORP - Form 4

MACINO CODD

Form 4 March 13, 2015 FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSIO Check this box if no longer subject to Section 16. Form 4 or Section 16. Form 5 Form 5 Form 5 Form 5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934. U(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1935 or Section 1(b).  (Print or Type Response)  1. Name and Address of Reporting Person FITCH SANFORD  CAMPIER COMPORATION, 52 Subject 1  A to the filed pursuant to Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1935 or Section 1(b).  (Print or Type Response)  1. Name and Address of Reporting Person FITCH SANFORD  COM ASIMO CORP [MASI] (Last) (Iast) (Ias	MASIMO (	CORP										
FORM 4       UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549       OMB Mumber: 3235-027         Check this box is file to longer subject in 16. Form 4 or Form 5 of jugations.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       Check this box is continue.       StateMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       Exprise: 2005         Form 4 or Form 5 obligations.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 16.       StateMent of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940       StateMent of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940       StateMent of the Public Utility Holding Company Act of 1940         (Print or Type Response)       1. Sauer       State of Reporting Person (S) to Issuer       State of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Check all applicable below)       10% Owner (Differe (give tile) below)         (Cot MASIMO CORPORATION, 52 DISCOVERY       (Stree)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) -X. Form filed by One Reporting Person Person         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired (Di Somer to Other Operson Person       Scuritic Applicable Line) -X. Form filed by One Reporting Person Person <t< td=""><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td><td></td></t<>												
Check this box if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES       MAINTOR: January 31.         Form 4 or Form 5 Solutions may continue. Section 17(a) of the Public Utility Holding Company Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b).       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b).       S. Relationship of Reporting Person(s) to Issuer         1. Name and Address of Reporting Person <sup>1</sup> (Last)       2. Issuer Name and Ticker or Trading Symbol       S. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       Check all applicable)         (Last)       (First)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) X. Form filed by One Reporting Person Form file	March 13, 2	2015										
Unit ED STATES SECURTIES AND EXCITINGE COMMISSION       OME       3235-0287         Washington, D.C. 20549       Number: 3235-0287         Check this box if no longer subject to Section 16.       STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES         STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       Expires: 3235-0287         Find of the public Utility Holding Company Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 10(b).       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)         I. Name and Address of Reporting Person 1       2. Issuer Name and Ticker or Trading Symbol       S. Relationship of Reporting Person(s) to Issuer         (MastiMo CORP [MASI]         (Check all applicable)         (Last)       (First)       (Month/Day/Year)         (Street)       4. If Amendment, Date Original       6. Individual or Joint/Group Filing/Check         (City)       (Street)       3. 4. Securities Acquired (A)       S. Anoon of Colspan="2">S. A. Securities Acquired (A)       S. Anoon of Colspan="2">S. Anoon of Code       (Instr. 4)	FORM 4									OMB APPROVAL		
if no longer subject to Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1940 (Print or Type Responses) 1. Name and Address of Reporting Person <sup>1</sup> FITCH SANFORD (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) C/O MASIMO CORPORATION, 52 DISCOVERY (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) (Street) 4. If Amendment, Date Original Filed I - Non-Derivative Securities Acquired (A) I. Title of 2. Transaction Date 2. Transaction Date (Month/Day/Year) (Instr. 8) (A) (A) Transaction((Instr. 4) (A) (Instr. 4) (A) (Instr. 4) (A) (Instr. 4)		UNITE	D STATES						OMMISSION		3235-0287	
STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Section 16.       State average burden hours per response       2005         Form 4 or Form 5       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section anay continue. See Instruction 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1940 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1940 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1940 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1940 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1940 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1940 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1940 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1940 1(b).       Section 17(a) of the Public Utility Holding Company Act of 1940 1(b).       Section 17(a) of the Investment Company Act of 1940 1(b).       Section 17(a) of the Investment Company Act of 1940 1(b).       Section 2(b) Section 1(c) Section 2(c) Company Act of 1940 1(c).       Section 2(c)										Expires:		
Section 16. SECURITIES burden hours per response 0.5 Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 17(b). (Print or Type Responses) 1. Name and Address of Reporting Person 2 Super Name and Ticker or Trading Symbol MASIMO CORP [MASI] (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) C/O MASIMO CORPORATION, 52 03/11/2015 CORP (give tile body of the securities Acquired (a) S. Relationship of Reporting Person 2 Other (specify below) (State) (Zip) Table 1 - Non-Derivative Securities Acquired (A) S. Amount of 6. 7. Nature of Security (Month/Day/Year) Execution Date 2A. Deemed 3. 4. Securities Acquired (A) S. Amount of 6. 7. Nature of Security (Month/Day/Year) (Instr. 8) (A) Transaction (Instr. 4)			EMENT O	F CHAN	NGES IN	I BENEI	FICL	AL OWN	<b>VERSHIP OF</b>			
Form 5 obligations may continue.       Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations 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).         (Print or Type Responses)       .         1. Name and Address of Reporting Person <sup>*</sup> 2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Print or Type Responses)       .       1. Same and Address of Reporting Person <sup>*</sup> 2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       (Check all applicable)         C/O MASIMO CORPORATION, 52       03/11/2015       —	Section	16.			SECURITIES					burden hours per		
obligations may continue. See Instruction       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 1(b).       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)       5. Relationship of Reporting Person(s) to Issuer         C/O MASIMO CORPORATION, 52       03/11/2015       ————————————————————————————————————			oursuant to	Section	16(a) of t	he Secur	ities ]	Exchange	e Act of 1934.	response	0.5	
may continue.       30(h) of the Investment Company Act of 1940         See Instruction 1(b).       30(h) of the Investment Company Act of 1940         (Print or Type Responses)       1. Name and Address of Reporting Person.*       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         FITCH SANFORD       Symbol       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction		ons Section 1						•		1		
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1. Name and Address of Reporting Person : FITCH SANFORD       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         C/O MASIMO CORPORATION, 52       03/11/2015       -X						_						
1. Name and Address of Reporting Person : FITCH SANFORD       2. Issuer Name and Ticker or Trading Symbol       5. Relationship of Reporting Person(s) to Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         C/O MASIMO CORPORATION, 52       03/11/2015       -X												
FITCH SANFORD       Symbol       Issuer       Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         C/O MASIMO CORPORATION, 52       03/11/2015       -X_Director       -10% Owner         Officer (give title       Officer (give title       Officer (give title       Officer (give title         ISCOVERY       4. If Amendment, Date Original       6. Individual or Joint/Group Filing(Check         Filed(Month/Day/Year)       A. Filed(Month/Day/Year)       Applicable Line)         .X_Form filed by One Reporting Person       -Form filed by More than One Reporting Person         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of       2. Transaction Date       2A. Deemed       3.       4. Securities Acquired (A)       5. Amount of       6.       7. Nature of         Security       (Month/Day/Year)       Execution Date, if       Transaction Disposed of (D)       Securities       Ownership       Indirect         (Instr. 3)       (Month/Day/Year)       (Instr. 8)       (A)       5. Amount of       6.       7. Nature of         Secur	(Print or Type	(Responses)										
FITCH SANFORD       Symbol       Issuer       Issuer         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         (Last)       (First)       (Middle)       3. Date of Earliest Transaction       (Check all applicable)         C/O MASIMO CORPORATION, 52       03/11/2015       -X_Director       -10% Owner         Officer (give title       Officer (give title       Officer (give title       Officer (give title         ISCOVERY       4. If Amendment, Date Original       6. Individual or Joint/Group Filing(Check         Filed(Month/Day/Year)       A. Filed(Month/Day/Year)       Applicable Line)         .X_Form filed by One Reporting Person       -Form filed by More than One Reporting Person         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of       2. Transaction Date       2A. Deemed       3.       4. Securities Acquired (A)       5. Amount of       6.       7. Nature of         Security       (Month/Day/Year)       Execution Date, if       Transaction Disposed of (D)       Securities       Ownership       Indirect         (Instr. 3)       (Month/Day/Year)       (Instr. 8)       (A)       5. Amount of       6.       7. Nature of         Secur	1 Name and	Address of Reporti	ng Person *	2 Iaan	Nomeor	d Tielsen e	n Trad	lina	5 Relationship of	Reporting Pers	son(s) to	
$\begin{tabular}{ c c c c c c } \hline & $ASIMO CORP [MASI] & $Check all applicable $CORP (applicable $CORP (applicable $CORPORATION, $52 $CORPORATION, $53 $CORPORATION, $50 $COR$		-			-							
(Last)       (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)      X_Director      10% Owner         C/O MASIMO CORPORATION, 52       03/11/2015      X_Director      00thr (specify below)       Other (specify below)         (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned Person         (City)       (State)       2. Transaction Date Security       2. Transaction Date (Month/Day/Year)       3. 4. Securities Acquired (A) Code       5. Amount of Securities       6. 7. Nature of Securities         (Instr. 3)       2. Transaction Date (Month/Day/Year)       3. 4. Securities Acquired (A) Code       5. Amount of Securities       6. 7. Nature of Code         (Instr. 3)       (Month/Day/Year)       3. 4. Securities Acquired (A) (Month/Day/Year)       5. Amount of Code       6. 7. Nature of Transactioner Disposed of (D) Securities       5. Amount of Securities       6. 7. Nature of Direct (D)         (Instr. 3)       (Month/Day/Year)       (Instr. 8)       Owned       Direct (D)       Ownership Following or Indirect         (A)       (Instr. 4)       Reported       (I)       Transaction(s)       (Instr. 4)				-	-							
C/O MASIMO CORPORATION, 52       (Month/Day/Year)	(Last)	(First)	(Middle)			L	-		(Check	c all applicable	:)	
C/O MASIMO CORPORATION, 52 03/11/2015 DISCOVERY (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) X_ Form filed by One Reporting Person Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of Security (Month/Day/Year) 2. Transaction Date 2. Transaction Date 2. Transaction Date 2. Transaction Date (Month/Day/Year) 3. 4. Securities Acquired (A) 5. Amount of Code (Instr. 3, 4 and 5) Beneficially Form: Beneficial (Month/Day/Year) (Instr. 8) (A) (A) (D) (D) (D) (D) (D) (D) (D) (D) (D) (D									X Director 10% Owner			
DISCOVERY       (Street)       4. If Amendment, Date Original Filed(Month/Day/Year)       6. Individual or Joint/Group Filing(Check Applicable Line) .X_ Form filed by One Reporting Person Form filed by More than One Reporting Person         IRVINE, CA 92618       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         (City)       (State)       (Zip)         Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of Security       2. Transaction Date (Month/Day/Year)       3.       4. Securities Acquired (A) Transactioner Disposed of (D)       5. Amount of Securities       6.       7. Nature of Securities         (Instr. 3)       An person       Code (Instr. 3, 4 and 5)       Beneficially (Month/Day/Year)       Form:       Beneficially Form:         (A)       (A)       (A)       Transaction(s) (Instr. 4)       (Instr. 4)					-							
Filed(Month/Day/Year)       Applicable Line)         .X_Form filed by One Reporting Person	DISCOVERY below) below)											
.X_ Form filed by One Reporting Person		4. If Am	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check					
IRVINE, CA 92618       — Form filed by More than One Reporting Person         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of Security       2. Transaction Date (Month/Day/Year)       2A. Deemed Execution Date, if any (Month/Day/Year)       3.       4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5)       5. Amount of Securities Ownership Indirect       6.       7. Nature of Ownership Indirect         (Instr. 3)       (Month/Day/Year)       (Month/Day/Year)       (Instr. 8)       Owned       Direct (D) Ownership Following or Indirect (Instr. 4)         (A)       (A)       Reported (I) Transaction(s) (Instr. 4)       Transaction(s) (Instr. 4)	File				iled(Month/Day/Year)							
IRVINE, CA 92018         (City)       (State)       (Zip)       Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned         1.Title of Security       2. Transaction Date       2A. Deemed       3.       4. Securities Acquired (A)       5. Amount of       6.       7. Nature of         (Instr. 3)       2. Transaction Date       2A. Deemed       3.       4. Securities Acquired (A)       5. Amount of       6.       7. Nature of         (Instr. 3)       (Month/Day/Year)       Execution Date, if       any       Code       (Instr. 3, 4 and 5)       Beneficially       Form:       Beneficial         (Month/Day/Year)       (Month/Day/Year)       (Instr. 8)       Owned       Direct (D)       Ownership         (A)       (A)       (Instr. 4)       Reported       (I)	IDVINE C	74.02(10										
1.Title of Security (Instr. 3)       2. Transaction Date (Month/Day/Year)       2A. Deemed Execution Date, if any (Month/Day/Year)       3.       4. Securities Acquired (A) Transactionor Disposed of (D)       5. Amount of Securities       6.       7. Nature of Ownership         (Instr. 3)       any (Month/Day/Year)       Code (Instr. 8)       (Instr. 3, 4 and 5)       Beneficially Owned       Form: Direct (D)       Beneficial Ownership         (A)       (A)       (Instr. 4)       Reported (Instr. 4)       (Instr. 4)	IKVINE, C	A 92018							•			
Security (Instr. 3)(Month/Day/Year)Execution Date, if any (Month/Day/Year)Transactionor Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)Securities BeneficiallyOwnership BeneficiallyIndirect Beneficial Owned(A)(Month/Day/Year)(Instr. 4)(Instr. 4)(Instr. 4)	(City)	(State)	(Zip)	Tab	ole I - Non-	-Derivativ	e Secu	rities Acqu	iired, Disposed of,	or Beneficial	ly Owned	
(Instr. 3)any (Month/Day/Year)Code (Instr. 8)(Instr. 3, 4 and 5)Beneficially OwnedForm: Direct (D)Beneficial Ownership Following Reported(A)(A)(A)(A)(A)(A)(A)												
(Month/Day/Year) (Instr. 8) (A) Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (I) Transaction(s) (Instr. 4)		(Month/Day/Yea								1		
(A) Reported (I) Transaction(s) (Instr. 4)	(Instr. 5)							5)	Owned	Direct (D) Owne	Ownership	
(A) Transaction(s) (Instr. 4)									•		(Instr. 4)	
Code V Amount (D) Price (Instr. 3 and 4)					Code V	Amount	or (D)	Price		``´´		
Common	Common	02/11/0015							(2.000	D		
Common         03/11/2015         M         2,000         A         \$ 12         63,000         D           Stock         03/11/2015         M         2,000         A         \$ 12         63,000         D	Stock	03/11/2015			M	2,000	А	\$12	63,000	D		
Common 02/11/2015 5(1) 2 000 D \$ (1 000 D	Common							\$				
Common 03/11/2015 $S_{(1)}^{(1)}$ 2,000       D $^{\oplus}$ 61,000       D		03/11/2015			$S_{(1)}$	2,000	D		61,000	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

#### Edgar Filing: MASIMO CORP - Form 4

# 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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Ame Underlying Secu (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Ai or Ni of Sh
Non-Qualified Stock Option (Right to Buy)	\$ 12	03/11/2015		М	2,000	11/03/2007 <u>(2)</u>	11/01/2016	Common Stock	2

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
FITCH SANFORD C/O MASIMO CORPORATION 52 DISCOVERY IRVINE, CA 92618	Х						
Signatures							
/s/ Mark P. de Raad, Attorney-In-Fact		03/13/2015					
<u>**</u> 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) The shares covered by this Form 4 were sold pursuant to a Rule 10b5-1 Sales Plan dated as of December 19, 2014, which is intended to comply with Rule 10b5-1 promulgated under the Securities Exchange Act of 1934, as amended.
- (2) This option was granted on November 3, 2006 and was exercisable as the option vested. This option vested over a five-year period, with 20% of the shares subject to the option vesting on each anniversary of the grant date.

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.