KIANI JOE E Form 4 June 04, 2012

# FORM 4

#### **OMB APPROVAL**

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

Estimated average burden hours per response... 0.5

#### STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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 may continue. 30(h) of the Investment Company Act of 1940

See Instruction

1(b).

Common

Common

Common

Common

Common

Stock

Stock

Stock

Stock

Stock

06/01/2012

(Print or Type Responses)

Clast   Check all applicable   Check all ap	1. Name and Address of Reporting Person * KIANI JOE E					
C/O MASIMO CORPORATION, 40  PARKER  (Street)  4. If Amendment, Date Original Filed(Month/Day/Year)  Applicable Line) X_ Form filed by One Reporting Person  (City)  (State)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Month/Day/Year)  (Instr. 3)  (Instr. 3)  (Instr. 4)  (Instr. 3)						
C/O MASIMO CORPORATION, 40 06/01/2012  PARKER  (Street) 4. If Amendment, Date Original Filed(Month/Day/Year)  IRVINE, CA 92618  (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 3)  (Month/Day/Year) (Month/Day/Year) (Instr. 3, 4 and 5)  (Month/Day/Year) (Month/Day/Year) (Instr. 3, 4 and 5)  (A) Officer (give title by Other (specify below) below)  CEO and Chairman of the Board  6. Individual or Joint/Group Filing(Check Applicable Line)  _X_ Form filed by One Reporting Person  Form filed by More than One Reporting Person  Form filed by More than One Reporting Person  Form filed by More than One Reporting Person  Code (Instr. 3, 4 and 5)  Beneficially Form: Beneficial Direct (D) Ownership Following or Indirect (Instr. 4)  Reported (I)  Transaction(s) (Instr. 4)  (Instr. 3 and 4)						
PARKER  (Street)  4. If Amendment, Date Original  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 Security  (Month/Day/Year)  (Month/Day/Yea						
(Street)  4. If Amendment, Date Original (Street)  5. Applicable Line (Street)  6. Individual or Joint/Group Filing(Check Applicable Line) (Street)  7. Form filed by More than One Reporting Person  (City)  (State)  (State)  (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of (Month/Day/Year) (Month/Day/Year)  Execution Date, if (Month/Day/Year) (Instr. 3)  Transaction Date, if (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)  (A) (A) (Transaction(s) (Instr. 4) (Instr. 4) (Instr. 3)  (Instr. 4) (Instr. 3)  (Instr. 4)	C/O MASIMO CORPORATION, 40					
Filed(Month/Day/Year)  IRVINE, CA 92618  (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of Security (Month/Day/Year) (Instr. 3) (Month/Day/Year) (Month/Day/Year) (Instr. 8) (Month/Day/Year) (Instr. 8) (A) (A) (Instr. 4) (Instr. 4) (Instr. 3) (A) (Instr. 4) (Instr. 3) (Instr. 4)	P					
IRVINE, CA 92618  (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1.Title of Security (Month/Day/Year) (Instr. 3)  (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Instr. 8)  (A) Or (Instr. 3 and 4)  (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  3. 4. Securities Acquired (A) 5. Amount of 6. 7. Nature of 6. 7. Nature of 7. Securities Ownership 1. Securities Owned 1. Securities Ownership 1. Securities Ownership 1. Securities Ownership 1. Securities Owned 1. Securities Ownership 1. Securities Owned 1. Securities Ownership 1. Securities 1. Sec	(Street)					
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned  1. Title of 2. Transaction Date (Month/Day/Year) (Month/Day/Year) Execution Date, if any (Month/Day/Year) (Instr. 3) (Month/Day/Year) (Instr. 8) (A) (Instr. 3 and 4) (Instr. 4) (Instr. 3 and 4)	IRVINE, CA 92618					
1.Title of Security (Month/Day/Year)   Execution Date, if any (Month/Day/Year) (Month/Day/Year)   Execution Date, if any (Month/Day/Year) (Instr. 3)   Execution Date, if any (Month/Day/Year) (Instr. 8)   Execution Date, if any (Month/Day/Year) (Instr. 8)   Execution Date, if Transaction Disposed of (D) (Downership of Indirect (Instr. 3, 4 and 5)						
Security (Month/Day/Year) Execution Date, if any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) Execution Date, if any (Month/Day/Year) (Instr. 8) Execution Date, if any Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8) Eneficially Form: Beneficial Owned Direct (D) Ownership Following or Indirect (Instr. 4) (Instr. 4) (Instr. 3 and 4)						
(Instr. 3)  any (Month/Day/Year) (Instr. 8)  Code (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 8)  Beneficially Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (I) Transaction(s) (Instr. 4) (Instr. 3 and 4)						
(Month/Day/Year) (Instr. 8)  Owned Direct (D) Ownership Following or Indirect (Instr. 4) Reported (I) Transaction(s) (Instr. 4) Or (Instr. 3 and 4)	•					
Following or Indirect (Instr. 4)  Reported (I)  Transaction(s) (Instr. 4)  or (Instr. 3 and 4)						
(A) Reported (I)  Transaction(s) (Instr. 4)  or (Instr. 3 and 4)						
(A) Transaction(s) (Instr. 4) or (Instr. 3 and 4)						
or (Instr. 3 and 4)						
Code V Amount (D) Price (Hist. 5 and 4)						

50,000 A

P

See Note

See Note

See Note

See Note

I (1)

D

I (1)

 $I^{(1)}$ 

I (2)

2,830,291

798,241

1,029,114

403,095

9,000

18.4657

Common Stock

9,914

 $I^{(3)}$ 

See Note

(9-02)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Titl Amou		8. Price of Derivative	9. Nu Deriv
Security	or Exercise	, ,	any	Code	of	(Month/Day/		Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)	Bene
	Derivative				Securities	Securities		(Instr. 3 and 4)		Own	
	Security				Acquired						Follo
					(A) or						Repo
					Disposed					Trans	
					of (D)					(Instr	
					(Instr. 3,						
					4, and 5)						
									Amount		
						Date	Expiration		or		
						*	Date	Title	Number		
				Code V	(A) (D)				of Shares		
				Code v					Shares		

## **Reporting Owners**

Relationships Reporting Owner Name / Address

> Director 10% Owner Officer Other

KIANI JOE E

C/O MASIMO CORPORATION, 40 PARKER

X

CEO and Chairman of the Board

**Signatures** 

IRVINE, CA 92618

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

06/04/2012

\*\*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) Shares held in 3 Trusts for which Mr. Kiani is the sole Trustee.
- (2) Shares held by an immediate family member for which Mr. Kiani exercises voting and investment control.
- (3) Shares held under the Masimo Retirement Savings Plan. The information is based on a plan statement dated May 31, 2012.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

### Edgar Filing: KIANI JOE E - Form 4

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