Muhsin Bilal Form 3 March 20, 2018

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Muhsin Bilal

(Last)

(First) (Middle) 2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

Statement

(Month/Day/Year)

03/16/2018

MASIMO CORP [MASI]

(Check all applicable)

(give title below) (specify below)

EVP, ENG, MKTG & REG

4. Relationship of Reporting Person(s) to Issuer

5. If Amendment, Date Original

Filed(Month/Day/Year)

C/O MASIMO CORPORATION, Â 52

DISCOVERY

(Street)

Director _X__ Officer

10% Owner Other

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. CAÂ 92618

(City) (State) (Zip)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security 2. Amount of Securities Beneficially Owned (Instr. 4)

(Instr. 4)

3. Ownership Form:

4. Nature of Indirect Beneficial Ownership

(Instr. 5)

Direct (D) or Indirect (I)

(Instr. 5)

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

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

1. Title of Derivative Security 2. Date Exercisable and (Instr. 4)

Expiration Date (Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)

5. Conversion or Exercise Price of

6. Nature of Ownership Indirect Beneficial Form of Ownership Derivative (Instr. 5)

Date Exercisable Expiration

Date

Title

Amount or Number of

Derivative Security: Security Direct (D)

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				Shares		or Indirect (I) (Instr. 5)	
Non-Qualified Stock Option (Right to Buy)	04/02/2013(1)	04/02/2022	Common Stock	10,000	\$ 23.89	D	Â
Non-Qualified Stock Option (Right to Buy)	03/15/2014(2)	03/15/2023	Common Stock	10,000	\$ 19.9	D	Â
Non-Qualified Stock Option (Right to Buy)	08/20/2015(3)	08/20/2024	Common Stock	25,000	\$ 21.69	D	Â
Non-Qualified Stock Option (Right to Buy)	05/13/2016(4)	05/13/2025	Common Stock	50,000	\$ 34.51	D	Â
Non-Qualified Stock Option (Right to Buy)	03/01/2017(5)	02/28/2026	Common Stock	30,000	\$ 37.84	D	Â
Non-Qualified Stock Option (Right to Buy)	08/14/2018(6)	08/14/2027	Common Stock	30,000	\$ 85.54	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Muhsin Bilal C/O MASIMO CORPORATION 52 DISCOVERY IRVINE, CA 92618	Â	Â	EVP, ENG, MKTG & REG	Â		

Signatures

/s/ David J. Van Ramshorst, Attorney-In-Fact

03/20/2018

**Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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) This option was granted on April 2, 2012 and is exercisable as the option vests. The option vests over a 5 year period, with 20% of the shares subject to the option vesting on each anniversary of the grant date.
- (2) This option was granted on March 15, 2013 and is exercisable as the option vests. The option vests over a 5 year period, with 20% of the shares subject to the option vesting on each anniversary of the grant date.
- (3) This option was granted on August 20, 2014 and is exercisable as the option vests. The option vests over a 5 year period, with 20% of the shares subject to the option vesting on each anniversary of the grant date.
- (4) This option was granted on May 13, 2015 and is exercisable as the option vests. The option vests over a 5 year period, with 20% of the shares subject to the option vesting on each anniversary of the grant date.
- (5) This option was granted on February 29, 2016 and is exercisable as the option vests. The option vests over a 5 year period, with 20% of the shares subject to the option vesting on each anniversary of the grant date.
- (6) This option was granted on August 14, 2017 and is exercisable as the option vests. The option vests over a 5 year period, with 20% of the shares subject to the option vesting on each anniversary of the grant date.

Reporting Owners 2

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Remarks:

Exhibit 24 - Power of Attorney

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.