

MASIMO CORP
Form 3
May 12, 2008

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

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 *

Maniwa Tetsuro
(Last) (First) (Middle)

2. Date of Event Requiring
Statement

(Month/Day/Year)
05/02/2008

3. Issuer Name **and** Ticker or Trading Symbol
MASIMO CORP [MASI]

4. Relationship of Reporting
Person(s) to Issuer

5. If Amendment, Date Original
Filed(Month/Day/Year)

C/O MASIMO CORPORATION
40 PARKER

(Street)

(Check all applicable)

____ Director ____ 10% Owner
X Officer ____ Other
(give title below) (specify below)
President, Masimo Japan

IRVINE, CA 92618

(City) (State) (Zip)

6. Individual or Joint/Group
Filing(Check Applicable Line)
X Form filed by One Reporting
Person
____ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

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

SEC 1473 (7-02)

**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.**

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

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

Date Expiration
Exercisable Date

Title Amount or
Number of
Shares

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)

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

(Instr. 5)

Non-qualified stock option (right to buy)	Â <u>(1)</u>	05/24/2017	Common Stock	60,000	\$ 15.4	D	Â
Non-qualified stock option (right to buy)	Â <u>(2)</u>	07/18/2017	Common Stock	1,000	\$ 16	I	Family member <u>(3)</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Maniwa Tetsuro C/O MASIMO CORPORATION 40 PARKER IRVINE,Â CAÂ 92618	Â	Â	Â President, Masimo Japan	Â

Signatures

/s/ Mark P. de Raad 05/12/2008

 **Signature of Date
Reporting Person

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 May 24, 2007 and is exercisable as the option vests. This option vests over a five-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 July 18, 2007 and is exercisable as the option vests. This option vests over a five-year period, with 20% of the shares subject to the option vesting on each anniversary of the grant date.
- (3) Shares held directly by a family member of Mr. Maniwa for which Mr. Maniwa has voting or investment power.

Â

Remarks:

ExhibitÂ 24Â PowerÂ ofÂ 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.