
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549**

FORM 8-K

**CURRENT REPORT
Under Section 13 or 15(d)
of the Securities Exchange Act of 1934**

**Date of Report (Date of earliest event reported):
August 15, 2025**

ResMed Inc.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

001-15317
(Commission
File Number)

98-0152841
(I.R.S. Employer
Identification No.)

**9001 Spectrum Center Blvd.
San Diego, California 92123**
(Address of Principal Executive Offices)

(858) 836-5000
(Registrant's telephone number, including area code)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- ☐ Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ☐ Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ☐ Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ☐ Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Securities registered pursuant to Section 12(b) of the Act:

Title of each class	Trading Symbol(s)	Name of each exchange on which registered
Common Stock, \$0.004 par value	RMD	NYSE

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter) ☐

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act ☐

Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers

Election of Nicole Mowad-Nassar to Board of Directors

On August 15, 2025, Resmed Inc. (“Resmed”) elected Nicole Mowad-Nassar to serve on its board of directors effective immediately with an initial term expiring at Resmed’s 2025 annual meeting of stockholders on November 19, 2025, or until Ms. Mowad-Nassar’s earlier death, disability, resignation or removal. Ms. Mowad-Nassar, age 54, is the senior vice president, AbbVie Inc. (NYSE: ABBV) and president, specialty and U.S. therapeutics operations, and has served in these roles since July 2023. Previously, she served as vice president, commercial analytics and operations, AbbVie Patient Services from January 2020 to July 2023 and vice president, commercial analytics and operations and global commercial integration lead, Allergan Acquisition from January 2018 to January 2020. Ms. Mowad-Nassar will serve on Resmed’s Compensation and Leadership Development Committee.

Ms. Mowad-Nassar was not selected to serve on Resmed’s board of directors under any arrangement or understanding between Ms. Mowad-Nassar and any other person. Resmed is not aware of any transactions with Ms. Mowad-Nassar that would require disclosure under Item 404(a) of Regulation S-K.

In accordance with Resmed’s customary practice, Resmed will be entering into its standard form of indemnification agreement with Ms. Mowad-Nassar, which will require Resmed to indemnify her against certain liabilities that may arise as a result of her status or service as a director. The description of Ms. Mowad-Nassar’s indemnification agreement is qualified in its entirety by the full text of Resmed’s standard form of indemnification agreement, which is incorporated here by reference to Exhibit 10.1 to Resmed’s current report on Form 8-K filed with the Securities and Exchange Commission on June 24, 2009.

As a non-executive director, Ms. Mowad-Nassar will participate in Resmed’s director compensation program on a pro rata basis, as generally described under the caption “Director Compensation—2024” in ResMed’s proxy statement filed with the Securities and Exchange Commission on October 3, 2024, with an increase in the cash retainer provision for fiscal year 2026 to \$75,000 as approved by the board of directors in May 2025. Ms. Mowad-Nassar’s compensation will be disclosed in Resmed’s 2025 proxy statement to be filed on or before October 3, 2025.

Expected Retirement of Richard Sulpizio from Board of Directors

Also on August 15, 2025, Richard Sulpizio, a member of Resmed’s board of directors, announced that he will not stand for election by Resmed’s stockholders in November 2025, intends to retire from the board of directors, effective at Resmed’s 2025 annual meeting of stockholders, which is anticipated to occur on November 19, 2025. Mr. Sulpizio’s intention to retire is not due to any disagreement with Resmed on any matter relating to Resmed’s operations, policies or practices.

A copy of Resmed’s press release relating to these announcements is being furnished as Exhibit 99.1 to this current report on Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

<u>Exhibits:</u>	<u>Description of Document</u>
99.1	Press Release dated August 18, 2025, regarding results of operations
104	Cover Page Interactive Data File (embedded within the Inline XBRL document)

SIGNATURES

We have authorized the person whose signature appears below to sign this report on our behalf, in accordance with the Securities Exchange Act of 1934.

Date: August 18, 2025,

RESMED INC.
(registrant)

By: /s/ Michael Rider

Name: Michael Rider

Its: Secretary

**For investors**

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news@resmed.com**Resmed Announces Election of Nicole Mowad-Nassar to Board of Directors and Upcoming Retirement of Rich Sulpizio**

- *Mowad-Nassar is Senior Vice President at AbbVie and President, Specialty and U.S. Therapeutics Operations*
- *Her appointment brings over 30 years of strategic, commercial, and operational expertise in the pharmaceutical and broader healthcare industry, with a focus on digital innovation*

SAN DIEGO, August 18, 2025 – Resmed (NYSE: RMD, ASX: RMD) today announced the election of Nicole Mowad-Nassar to its board of directors, effective August 15, 2025. The company also announced that board member Rich Sulpizio is thanked for two decades of contributions to Resmed, and will retire from the board, not standing for reelection at the 2025 Annual Meeting of Stockholders, scheduled for November 19, 2025.

Nicole Mowad-Nassar currently serves as President of Specialty and U.S. Therapeutics Operations at AbbVie. She leads a \$6 billion commercial portfolio spanning more than 17 therapeutic areas and oversees a workforce of 6,000. Over her 30-year career, she has held senior executive roles across commercial strategy, marketing, digital innovation, patient services, and large-scale business transformation. Her leadership includes both U.S. and global responsibilities, with direct contributions to long-range strategic planning, digital health innovation, and enterprise integration.

At AbbVie, Mowad-Nassar led the commercial integration of the \$63 billion Allergan acquisition, one of the largest in industry history. She ensured continuity across product launches, while minimizing operational disruption.

“Nicole’s track record with multiple strategic, commercial, and operational roles, in the US and globally, at one of the world’s largest pharmaceutical companies will add new dimensions of thought and broad healthcare delivery experience to our board,” said Mick Farrell, Resmed’s Chairman and CEO. “Nicole brings a sharp commercial lens, a deep commitment to patient access, and a strong orientation toward digital patient engagement. I am impressed by Nicole’s personal life journey and her professional insight; she will be a great addition to our Resmed board of directors.”

Mowad-Nassar will serve as an independent director and has been appointed to the Compensation and Leadership Development Committee. She will stand for reelection with the rest of Resmed’s board members at the company’s 2025 Annual Meeting of Stockholders.

Rich Sulpizio, who has served on Resmed’s board of directors since 2005, will retire following the 2025 Annual Meeting. During his tenure, Rich has chaired the Compensation Committee, served on the Audit Committee, and most recently chaired the Nominating and Governance committee. Sulpizio is the former President and Chief Operating Officer of Qualcomm, and served on the board of both Qualcomm and CA Technologies.

Internal Use

“Rich has made extraordinary contributions to Resmed’s board over the past two decades,” said Farrell. “He brought energy, candor, and always with a people-first mindset, to every boardroom conversation. Rich has been, and will continue to be, a mentor to me and many other executives in the tech and healthcare industry; I am proud to have served on our Resmed board together, and I wish Rich and his family all the best.”

About ResMed

Resmed (NYSE: RMD, ASX: RMD) creates life-changing health technologies that people love. We’re relentlessly committed to pioneering innovative technology to empower millions of people in 140 countries to live happier, healthier lives. Our AI-powered digital health solutions, cloud-connected devices and intelligent software make home healthcare more personalized, accessible, and effective. Ultimately, Resmed envisions a world where every person can achieve their full potential through better sleep and breathing, with care delivered in their own home. Learn more about how we’re redefining sleep health at [Resmed.com](https://resmed.com) and follow [@Resmed](https://twitter.com/Resmed).

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