

Berthon Olivier
Form 3
May 09, 2008

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 *

Â Berthon Olivier

(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)

(Check all applicable)

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

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

C/O MASIMO
CORPORATION, 40 PARKER

(Street)

IRVINE,Â CAÂ 92618

(City)

(State)

(Zip)

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)

Common Stock

104,250

D

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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)
Title

4. Conversion
or Exercise
Price of
Derivative
Security

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

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

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Nonqualified Stock Option (right to buy)	Â (1)	03/27/2012	Common Stock	6,000	\$ 2.75	D	Â
Nonqualified Stock Option (right to buy)	Â (2)	07/14/2013	Common Stock	30,000	\$ 2.75	D	Â
Nonqualified Stock Option (right to buy)	Â (3)	05/24/2017	Common Stock	15,000	\$ 15.4	D	Â
Nonqualified Stock Option (right to buy)	Â (4)	02/07/2018	Common Stock	15,000	\$ 30.79	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships				Other
	Director	10% Owner	Officer		
Berthon Olivier C/O MASIMO CORPORATION, 40 PARKER IRVINE,Â CAAÂ 92618	Â	Â	Â President, Masimo Europe		Â

Signatures

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

05/09/2008

__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 March 27, 2002 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 14, 2003 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) 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.
- (4) This option was granted on February 7, 2008 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.

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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.

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