

MASIMO CORP  
Form 8-K  
March 25, 2008

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

**WASHINGTON, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE**  
**SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): March 21, 2008

**MASIMO CORPORATION**

(Exact name of registrant as specified in its charter)

**Delaware**  
(State or other jurisdiction of incorporation)

**001-33642**  
(Commission File Number)

**33-0368882**  
(I.R.S. Employer Identification No.)

**40 Parker**

**Irvine, California**  
(Address of principal executive offices)

**(949) 297-7000**

**92618**  
(Zip Code)

(Registrant's telephone number, including area code)

**Not Applicable**

(Former name or former address, if changed since last report.)

Check the appropriate box below if the Form 8-K 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)

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- “ 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))

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

(b) On March 21, 2008, Christopher Kilpatrick, Executive Vice President, Business Development, General Counsel and Secretary, notified Masimo Corporation (the Company) of his resignation from these positions with the Company, effective March 21, 2008. Mr. Kilpatrick will continue to serve as an employee of the Company until April 4, 2008 to ensure an orderly transition of his responsibilities.

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**MASIMO CORPORATION**

Date: March 25, 2008

By: */s/* MARK P. DE RAAD  
Mark P. de Raad

*Executive Vice President and Chief Financial Officer*