

PRINCIPAL FINANCIAL GROUP INC
Form SC 13G/A
February 14, 2002

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

SCHEDULE 13G

Under the Securities Exchange Act of 1934
(Amendment No. 1)*

ResMed, Inc.
(Name of Issuer)

Common Stock
(Title and Class of Securities)

761152107
(CUSIP Number)

December 31, 2001
(Date of Event which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

CUSIP No.

761152107

Page 2

- 1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (entities only)

BT Funds Management Ltd.

- 2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)
(a)
(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

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Australia

| | | | |
|---|------------------|--|----------------------------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5 6 7 8 | SOLE VOTING POWER SHARED VOTING POWER SOLE DISPOSITIVE POWER SHARED DISPOSITIVE POWER | 0 1,753,074 0 1,753,074 |
|---|------------------|--|----------------------------------|

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,753,074

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN
SHARES (See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.5

12 TYPE OF REPORTING PERSON (See Instructions)

IA

CUSIP No.

761152107

Page 3

1 NAMES OF REPORTING PERSONS
I.R.S. IDENTIFICATION NO. OF ABOVE PERSONS (entities only)

Principal Financial Group, Inc.

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP (See Instructions)

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

Iowa

| | | | |
|---|------------------|--|----------------------------------|
| NUMBER OF SHARES BENEFICIALLY OWNED BY EACH REPORTING PERSON WITH | 5 6 7 8 | SOLE VOTING POWER SHARED VOTING POWER SOLE DISPOSITIVE POWER SHARED DISPOSITIVE POWER | 0 1,753,074 0 1,753,074 |
|---|------------------|--|----------------------------------|

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,753,074

10 CHECK IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN

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SHARES (See Instructions)

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (9)

5.5

12 TYPE OF REPORTING PERSON (See Instructions)

HC

CUSIP No.

761152107

Page 4

Item 1(a). Name of Issuer:

ResMed, Inc.

Item 1(b). Address of Issuer's Principal Executive Offices:

14040 Danielson Street
Poway, CA 92064

Item 2(a). Name of Person Filing:

BT Funds Management Ltd.
Principal Financial Group, Inc.

Item 2(b). Address of Principal Business Office, or, if None, Residence:

BT Funds Management Ltd.
4 Martin Place
Sydney New South Wales 2000
Australia

Principal Financial Group, Inc.
711 High Street
Des Moines, IA 50392-0088

Item 2(c). Citizenship:

BT Funds Management Ltd. - Australia
Principal Financial Group, Inc. - State of Delaware

Item 2(d). Title of Class of Securities:

Common Stock

Item 2(e). CUSIP Numbers:

761152107

Item 3. If this statement is filed pursuant to section 240.13d-1(b) or 240.13d-2(b) or (c), check whether the person filing is a:

(e) An investment adviser in accordance with section 240.13d-1(b)(1)(ii)(E)

(g) A parent holding company or control person in accordance with section 240.13d-1(b)(1)(ii)(G)

Item 4. Ownership:

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(a) Amount Beneficially Owned

1,753,074 Shares Common Stock presently held by BT Funds Management Ltd.
1,753,074 Shares Common Stock presently held by Principal Financial Group, Inc.

CUSIP No.

761152107

Page 5

(b) Percent of Class

5.5 BT Funds Management Ltd.
5.5 Principal Financial Group, Inc.

(c) Number of shares as to which the person has:

(i) Sole Power to Vote or Direct the Vote

0 BT Funds Management Ltd.
0 Principal Financial Group, Inc.

(ii) Shared Power to Vote or Direct the Vote

1,753,074 Shares Common Stock presently held by BT Funds Management Ltd.
1,753,074 Shares Common Stock presently held by Principal Financial Group, Inc.

(iii) Sole Power to Dispose or to Direct the Disposition of

0 BT Funds Management Ltd.
0 Principal Financial Group, Inc.

(iv) Shared Power to Dispose or to Direct the Disposition of

1,753,074 Shares Common Stock presently held by BT Funds Management Ltd.
1,753,074 Shares Common Stock presently held by Principal Financial Group, Inc.

Item 5. Ownership of Five Percent or Less of a Class:

N/A

Item 6. Ownership of More than Five Percent on Behalf of Another Person

Persons other than the reporting persons have a right to receive or the power to direct the receipt of dividends from or the proceeds from the sale of such securities. The interest of no such person having such an interest relates to more than five percent of the class

Item 7. Identification and Classification of the Subsidiary Which Acquired the Security Being Reported on By the Parent Holding Company

See Exhibit attached

CUSIP No.

761152107

Page 6

Item 8. Identification and Classification of Members of the Group

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N/A

Item 9. Notice of Dissolution of Group

N/A

Item 10(b). Certification

By signing below I certify, to the best of my knowledge and belief, the securities referred to above were not acquired and are held in the ordinary course of business and were not acquired and are not held for the purpose of or with the effect of changing or influencing the control of the issuer of the securities and were not acquired and are not held in connection with or as a participant in any transaction having that purpose or effect.

Signature

After reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

BT Funds Management Ltd.

By: INVISTA CAPITAL MANAGEMENT, LLC

By /s/ Tim Howald

Tim Howald, Chief Financial and Compliance Officer

Principal Financial Group, Inc.

By: INVISTA CAPITAL MANAGEMENT, LLC

By /s/ Tim Howald

Tim Howald, Chief Financial and Compliance Officer

Dated Wednesday, February 13, 2002

EXHIBIT 99.1

BT Funds Management Ltd.

Item 3 Classification:

(e) Investment Adviser registered under Section 203 of the Investment Advisers Act of 1940