#### LAWYER JOSEPH C

Form 4

February 02, 2007

## FORM 4

### UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

**SECURITIES** 

**OMB APPROVAL OMB** 

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Check this box

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 may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

(City)

(State)

(Zip)

(Print or Type Responses)

1. Name and Address of Reporting Person * LAWYER JOSEPH C			2. Issuer Name and Ticker or Trading Symbol RESPIRONICS INC [RESP]	5. Relationship of Reporting Person(s) to Issuer  (Check all applicable)		
(Last) (First) (Middle)		(Middle)	3. Date of Earliest Transaction	(encen un appricaere)		
			(Month/Day/Year)	X Director 10% Owner		
111 GRANDVIEW			01/31/2007	Officer (give title Other (specify below)		
AVENUE, UNIT 701				celen)		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
PITTSBURG	H. PA 1521	1	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting		
				Person		

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securit on(A) or Dis (Instr. 3, 4)	sposed	of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	01/31/2007		Code V M/K	Amount 13,000	(D)	Price \$ 21.82	46,945	D		
Common Stock	01/31/2007		F/K	6,658	D	\$ 42.6	40,287	D		

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

Persons who respond to the collection of **SEC 1474** information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

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# Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. Number of onDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Derivative Expiration Day Securities (Month/Day/Y Acquired (A) or Disposed of (D) Instr. 3, 4,		7. Title and A Underlying S (Instr. 3 and	Securities
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option	\$ 21.82	01/31/2007		M/K	13,000	11/21/2004	11/21/2013	Common Stock	13,000
Stock Option	\$ 35.3	11/07/2006		A	9,700 (1)	11/17/2007	11/17/2016	Common Stock	9,700

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
LAWYER JOSEPH C 111 GRANDVIEW AVENUE UNIT 701 PITTSBURGH, PA 15211	X						

# **Signatures**

Dorita A. Pishko; Attorney-in-Fact 02/02/2007

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* If the form is filed by more than one reporting person, see Instruction 4(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).

Non-Employee Directors annual stock option grant. Shares are issued at fair market value on the third day following the Company's

(1) Annual Meeting of Shareholders. Each option has a 10-year term, becomes exercisable in installments and is fully exercisable after three years from the date of grant.

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.

Reporting Owners 2