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DEXCOM INC Form 4 July 15, 2014 FORM 4 Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).							OMB Number: Expires: Estimated a burden hour response	•		
(Print or Type	Responses)									
1. Name and LISTER JC	suer Name and Ticker or Trading ol COM INC [DXCM]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
			te of Earliest Transaction th/Day/Year) 4/2014				Director 10% Owner X Officer (give title Other (specify below) below) Sr. VP, General Counsel			
SAN DIEC	Ionth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person					
(City)	(State)	(Zip) T	able I - Non-	Derivativ	e Secu		ired, Disposed of,	or Beneficial	v Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		3. if Transactio Code r) (Instr. 8)		ities A sed of 4 and (A) or	cquired (A)	· • •	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	07/14/2014		S	1,750 (1)	D	\$ 36.5934	114,158 <u>(3)</u>	D		
Common Stock	07/14/2014		М	1,750	А	\$ 4.58	115,908	D		
Common Stock	07/14/2014		S	1,750 (1)	D	\$ 36.5934 (2)	114,158 <u>(3)</u>	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)

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required to respond unless the form displays a currently valid OMB control number.

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 onof Derivat Securities Acquired (A) or Disposed (D) (Instr. 3, 4 and 5)	ive Expiration Da (Month/Day/Y	*		7. Title and Amour Underlying Securit (Instr. 3 and 4)	
				Code V	(A) (D	Date Exercisable	Expiration Date	Title	Amo or Num of Share	
Non-Qualified Stock Option (right to buy)	\$ 4.58	07/14/2014		М	1,7	50 05/19/2010	05/19/2019	Common Stock	1,7	

Reporting Owners

Reporting Owner Name / Address	s Relationships						
	Director	10% Owner	Officer	Other			
LISTER JOHN 6340 SEQUENCE DRIVE SAN DIEGO, CA 92121			Sr. VP, General Counsel				
Signatures							
By: Jess Roper For: John D.		07/15/2014					

**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).
- (1) On December 11, 2013, Mr. Lister adopted a 10b5-1 Plan. This 10b5-1 Plan allows the orderly disposition of shares owned by Mr. Lister. The shares set forth above were sold pursuant to the 10b5-1 Plan.

This transaction was executed in multiple trades at prices ranging from \$36.27 to \$36.89. The price above reflects the weighted average(2) sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issurer full information regarding the number of shares and prices at which the transactions were effected.

Included in this number are 99,375 unvested restricted stock units, 65,000 of which were granted on March 8, 2014 and shall vest through
(3) March 8, 2017, 23,333 of which were granted on March 11, 2013 and shall vest through March 11, 2016, and 11,042 of which were granted on March 8, 2012 and shall vest through March 8, 2015.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Lister

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