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DEXCOM I	NC											
Form 4	8 2015											
Check this box if no longer					URITIES AND EXCHANGE COMMISSIO ashington, D.C. 20549 NGES IN BENEFICIAL OWNERSHIP O						PROVAL 3235-0287 January 31, 2005	
Section Form 4 of Form 5 obligation may con <i>See</i> Instr 1(b).	16. or Filed pur ons tinue. Section 17(a) of the l	Public U	6(a) of tility H	f th Iol	ding Co	npan	•	Act of 1934, 935 or Section	Estimated a burden hour response	•	
(Print or Type	Responses)											
			2. Isouer France and Frence of Frading					8	5. Relationship of Reporting Person(s) to Issuer			
(M			(Month/I	3. Date of Earliest Transaction (Month/Day/Year) 12/23/2015					(Check all applicable) <u></u> Director <u></u> 10% Owner <u></u> Officer (give title <u></u> Other (specify below) EVP, Strategy & Corp. Dev.			
	(Street) O, CA 92121		4. If Ame Filed(Mo			ate Origina r)	al	A	. Individual or Joi applicable Line) X_ Form filed by Ou Form filed by Mo	ne Reporting Per	rson	
		(7)						F	erson			
(City)	(State)	(Zip)	Tab	le I - No	n-I	Derivative	Secu	rities Acqui	red, Disposed of,	or Beneficial	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)		Date, if	Code (Instr. 8	8)	4. Securit or Dispos (Instr. 3, Amount	sed of		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	12/23/2015			М		6,419	А	\$ 11.33	222,633	D		
Common Stock	12/23/2015			S		6,419 (1)	D	\$ 82.2538 (2)	216,214 <u>(3)</u>	D		
Common Stock	12/23/2015			М		7,581	А	\$ 9.8	223,795	D		
Common Stock	12/23/2015			S		7,581 (1)	D	\$ 82.2611 (4)	216,214 (3)	D		

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

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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. Transactic Code (Instr. 8)	5. Number on f Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		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)	\$ 9.8	12/23/2015		М	7,581	03/12/2011	03/12/2020	Common Stock	7,5
Non-Qualified Stock Option (right to buy)	\$ 11.33	12/23/2015		М	6,419	08/08/2007	08/08/2016	Common Stock	6,4

Reporting Owners

Reporting Owner Name / Address	Relationships					
	Director	10% Owner	Officer	Other		
Pacelli Steven Robert 6340 SEQUENCE DRIVE SAN DIEGO, CA 92121			EVP, Strategy & Corp. Dev.			
Signatures						
By: Jess Roper For: Steven R. Pacelli		12/28/20	15			

Date

**Signature of Reporting Person

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, 2014 Mr. Pacelli adopted a 10b5-1 Plan. This 10b5-1 Plan allows the orderly disposition of shares owned by Mr. Pacelli. The shares set forth above were sold pursuant to the 10b5-1 Plan.

(2)

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This transaction was executed in multiple trades at prices ranging from \$81.85 to \$82.70. The price above reflects the weighted average sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.

Included in this number are 92,437 unvested restricted stock units, 45,000 of which were granted on March 8, 2015 and shall vest through
(3) March 8, 2018, 35,500 of which were granted on March 8, 2014 and shall vest through March 8, 2017, and 11,937 of which were granted on March 11, 2013 and shall vest through March 11, 2016.

This transaction was executed in multiple trades at prices ranging from \$81.84 to \$82.70. The price above reflects the weighted average(4) sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.

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.