

DEXCOM INC
Form 4
August 14, 2014

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
GREGG TERRANCE H

(Last) (First) (Middle)
6340 SEQUENCE DRIVE
(Street)

SAN DIEGO, CA 92121

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
DEXCOM INC [DXCM]

3. Date of Earliest Transaction
(Month/Day/Year)
08/12/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
CEO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
			Code	V	Amount	(D)	Price
Common Stock	08/12/2014		M		17,500	A	\$ 8.95
							413,126
Common Stock	08/12/2014		S		17,500	D	\$ 43.0889
							395,626 ⁽²⁾
							<u>(1)</u>
Common Stock	08/13/2014		M		16,108	A	\$ 6.85
							411,734
Common Stock	08/13/2014		S		16,108	D	\$ 43.9771
							395,626 ⁽²⁾
							<u>(3)</u>
	08/13/2014		M		12,500	A	\$ 8.95
							408,126

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Common
Stock

Common Stock	08/13/2014	S	12,500	D	\$ 43.3248 <u>(4)</u>	395,626 <u>(2)</u>	D
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Common Stock	08/13/2014	M	9,999	A	\$ 3.19	405,625	D
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Common Stock	08/13/2014	S	9,999	D	\$ 44.0628 <u>(5)</u>	395,626 <u>(2)</u>	D
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Common Stock						11,461	I	by IRA
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Common Stock						662,889	I	by Trust <u>(6)</u>
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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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. Transaction Code (Instr. 8)	5. Number of 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 Amount of Underlying Security (Instr. 3 and 4)	Am or Num of S	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 3.19	08/13/2014		M	9,999	12/11/2009 12/11/2018	Common Stock	9,	
Non-Qualified Stock Option (right to buy)	\$ 6.85	08/13/2014		M	16,108	06/19/2008 06/19/2017	Common Stock	16	
Non-Qualified Stock Option (right to buy)	\$ 8.95	08/12/2014		M	17,500	01/02/2009 01/02/2018	Common Stock	17	
Non-Qualified Stock Option	\$ 8.95	08/13/2014		M	12,500	01/02/2009 01/02/2018	Common Stock	12	

