TANDEM DIABETES CARE INC

Form 4

December 02, 2015

FORM 4

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

OMB Number: 3235-0287

Estimated average

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

burden hours per response... 0.5

See Instruction 1(b).

(Print or Type Responses)

(Last)

(City)

1. Name and Address of Reporting Person **
Sheridan John F

2. Issuer Name **and** Ticker or Trading

TANDEM DIABETES CARE INC

5. Relationship of Reporting Person(s) to Issuer

an John F Syn

(Middle)

(Zip)

Symbol

(Check all applicable)

[TNDM]

____ Director _____ 10% Owner ____ X__ Officer (give title _____ Other (specify

C/O TANDEM DIABETES CARE,

(Street)

(State)

(First)

12/01/2015

(Month/Day/Year)

below) below) EVP & CHIEF OPERATING OFFICER

INC.,, 11045 ROSELLE STREET

4. If Amendment, Date Original

3. Date of Earliest Transaction

6. Individual or Joint/Group Filing(Check

Filed(Month/Day/Year)

Applicable Line)
X 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

SAN DIEGO, CA 92121

		1400	Tuble 1 1 (of 2 of tube) of Society of Socie							
1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ities A	cquired	5. Amount of	6.	7. Nature of	
Security	(Month/Day/Year)	Execution Date, if	Transactio	on(A) or D	ispose	ed of (D)	Securities	Ownership	Indirect	
(Instr. 3)		any	Code	(Instr. 3, 4 and 5)			Beneficially	Form: Direct	Beneficial	
		(Month/Day/Year)	(Instr. 8)				Owned	(D) or	Ownership	
		•					Following	Indirect (I)	(Instr. 4)	
					()		Reported	(Instr. 4)		
					(A)		Transaction(s)			
			Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common			Coue ,	7 milount	(2)	\$				
	12/01/2015		M	2,000	A		6,084	D		
Stock						1.1059				
Common	12/01/2015		S	2,000	D	\$ 10.14	4,084	D		
Stock	12/01/2013		3	2,000	ט	(1)	4,004	D		

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

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SEC 1474

(9-02)

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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 2.		3. Transaction Date	3A. Deemed	4. 5. Number 6		6. Date Exercisable and		7. Title and Amount of	
	Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction Derivative		Expiration Date		Underlying Securities	
	Security	or Exercise		any	Code Securities		(Month/Day/Year)		(Instr. 3 and 4)	
	(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Acquired					
		Derivative				(A) or				
		Security				Disposed of				
					(D)					
					(Instr. 3, 4,					
						and 5)				
										Amount
										or
							Date Exercisable	Expiration	Title	Number
							Date Entresacte	Date	11010	of
					Code V	(A) (D)				Shares
	Stock						(2)		Common	
Options	\$ 1.1059	12/01/2015		M	2,000	$02/25/2014^{(2)}$	04/23/2023	Stock	2,000	
	Options								Stock	

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Sheridan John F C/O TANDEM DIABETES CARE, INC., 11045 ROSELLE STREET SAN DIEGO, CA 92121

EVP & CHIEF OPERATING OFFICER

Signatures

/s/ David B. Berger, Attorney-in-Fact for John F. Sheridan

12/02/2015

**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).
- The price reported is the weighted average price. The shares were sold, pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 3, 2015, in multiple transactions at prices ranging from \$10.13 to \$10.15. The reporting person undertakes to provide the SEC, the issuer, and any security holder full information regarding the number of shares and the prices at which the shares were sold.
- (2) The option became 25% exercisable on 2/25/2014 and in 36 equal monthly installments thereafter.

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