

TANDEM DIABETES CARE INC
 Form 3
 November 13, 2013

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â TWOMEY CHRISTOPHER J		(Month/Day/Year)	TANDEM DIABETES CARE INC [TNDM]	
(Last)	(First)	(Middle)	11/13/2013	
C/O TANDEM DIABETES CARE, INC.,Â 11045 ROSELLE STREET			4. Relationship of Reporting Person(s) to Issuer	
(Street)			(Check all applicable)	
SAN DIEGO,Â CAÂ 92121			<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)	
(City)	(State)	(Zip)	5. If Amendment, Date Original Filed(Month/Day/Year)	
			6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable Expiration Date	Title Amount or Number of			

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				Shares		or Indirect (1) (Instr. 5)	
Series B Preferred Stock	Â (1)	Â (2)	Common Stock	6,208	\$ 0	I	See footnote (3)
Series C Preferred Stock	Â (1)	Â (2)	Common Stock	4,724	\$ 0	I	See footnote (3)
Series C Preferred Stock	Â (1)	Â (2)	Common Stock	7,086	\$ 0	I	See footnote (4)
Series D Preferred Stock	Â (1)	Â (2)	Common Stock	14,566	\$ 0	I	See footnote (3)
Series D Preferred Stock	Â (1)	Â (2)	Common Stock	10,486	\$ 0	I	See footnote (4)
Preferred Stock Warrant	Â (5)	08/31/2021	Series D Preferred Stock (6)	3,181 (6)	\$ 4.4 (6)	I	See footnote (3)
Preferred Stock Warrant	Â (5)	08/31/2021	Series D Preferred Stock (7)	2,272 (7)	\$ 4.4 (7)	I	See footnote (4)
Preferred Stock Warrant	Â (5)	07/03/2022	Series D Preferred Stock (8)	3,181 (8)	\$ 4.4 (8)	I	See footnote (3)
Preferred Stock Warrant	Â (5)	07/03/2022	Series D Preferred Stock (9)	2,272 (9)	\$ 4.4 (9)	I	See footnote (4)
Preferred Stock Warrant	Â (5)	08/21/2022	Series D Preferred Stock (10)	830 (10)	\$ 4.4 (10)	I	See footnote (3)
Stock Option (11)	Â (12)	Â (13)	Common Stock	20,888	\$ 6.77	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TWOMEY CHRISTOPHER J C/O TANDEM DIABETES CARE, INC., 11045 ROSELLE STREET SAN DIEGO, CA 92121	Â X	Â	Â	Â

Signatures

/s/ David B. Berger, Attorney-in-Fact for Christopher J. Twomey

11/13/2013

__Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) The securities are immediately convertible.
- (2) The expiration date is not relevant to the conversion of these securities.
- (3) The securities are held by the Chris J. Twomey and Rebecca J. Twomey Family Trust UTD September 20, 2002.
The securities are directly owed by Twomey Family Investments, LLC. The Reporting Person is co-manager of Twomey Family Investments, LLC and shares voting and investment power over the securities held by Twomey Family Investments, LLC and may be deemed to have indirect beneficial ownership of such shares. The Reporting Person disclaims beneficial ownership of such securities held by Twomey Family Investments, LLC, except to the extent of his proportionate pecuniary interest therein.
- (4) The warrants are immediately exercisable.
- (5) Upon the consummation of the Issuer's initial public offering, these warrants will automatically become exercisable for 1,898 shares of the Issuer's common stock at an exercise price of \$7.37 per share.
- (6) Upon the consummation of the Issuer's initial public offering, these warrants will automatically become exercisable for 1,355 shares of the Issuer's common stock at an exercise price of \$7.37 per share.
- (7) Upon the consummation of the Issuer's initial public offering, these warrants will automatically become exercisable for 1,898 shares of the Issuer's common stock at an exercise price of \$7.37 per share.
- (8) Upon the consummation of the Issuer's initial public offering, these warrants will automatically become exercisable for 1,355 shares of the Issuer's common stock at an exercise price of \$7.37 per share.
- (9) Upon the consummation of the Issuer's initial public offering, these warrants will automatically become exercisable for 495 shares of the Issuer's common stock at an exercise price of \$7.37 per share.
- (10) Granted pursuant to the Issuer's Tandem Diabetes Care, Inc. 2006 Stock Incentive Plan.
- (11) The date of grant of the option was 8/6/2013. All shares subject to the option will vest as to 25% on 8/6/2014 and in 36 equal monthly installments thereafter.
- (12) The expiration date for these options is 10 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.