

DEXCOM INC

Form 4

November 03, 2005

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *

ST PAUL TRAVELERS
COMPANIES INC

(Last) (First) (Middle)

385 WASHINGTON STREET,

(Street)

ST. PAUL, MN 55102

(City) (State) (Zip)

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

Symbol

DEXCOM INC [DXCM]

3. Date of Earliest Transaction

(Month/Day/Year)

11/01/2005

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)

____ Form filed by One Reporting Person
__X__ 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)
Common Stock	11/01/2005		S	76,246 D	\$ 13.3 1,343,272	I	By St. Paul Venture Capital V, LLC ⁽¹⁾
Common Stock	11/01/2005		S	1,444 D	\$ 13.3 25,448	I	By St. Paul Venture Capital Affiliates Fund I, LLC ⁽²⁾
Common Stock	11/01/2005		S	17,329 D	\$ 13.3 0 ⁽³⁾	D	

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Common Stock	11/01/2005		S	138	D	\$ 13.3	0 ⁽³⁾	I	By SPVC Partners I, LLC ⁽⁴⁾
Common Stock							308,375 ⁽³⁾	I	By Windamere, LLC ⁽⁵⁾
Common Stock	11/01/2005		S	52,691	D	\$ 13.3	0 ⁽⁶⁾	D	
Common Stock	11/01/2005		S	93	D	\$ 13.3	0 ⁽⁶⁾	I	By SPVC Management VI, LLC ⁽⁷⁾
Common Stock							937,653 ⁽⁶⁾	I	By Fog City Fund, LLC ⁽⁸⁾
Common Stock	11/01/2005		S	21,674	D	\$ 13.3	0 ⁽⁹⁾	D	
Common Stock	11/01/2005		S	46	D	\$ 13.3	0 ⁽⁹⁾	I	By SPVC Partners I, LLC ⁽⁴⁾
Common Stock							385,688 ⁽⁹⁾	I	By Windamere II, LLC ⁽¹⁰⁾
Common Stock	11/01/2005		S	38,275	D	\$ 13.3	674,301	I	By St. Paul Venture Capital VI, LLC ⁽¹¹⁾
Common Stock	11/01/2005		S	10,046	D	\$ 13.3	0 ⁽¹²⁾	D	
Common Stock	11/01/2005		S	18	D	\$ 13.3	0 ⁽¹²⁾	I	By SPVC Management VI, LLC ⁽⁷⁾
Common Stock							178,773 ⁽¹²⁾	I	By Windamere III, LLC ⁽¹³⁾

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

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SEC 1474
(9-02)

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4. Transaction	5. Number	6. Date Exercisable and Expiration Date	7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	Underlying Securities (Instr. 3 and 4)	Security (Instr. 5)	Security Beneficial Owner Following Reported Transaction (Instr. 6)		
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ST PAUL TRAVELERS COMPANIES INC 385 WASHINGTON STREET ST. PAUL, MN 55102		X		
ST PAUL FIRE & MARINE INSURANCE CO 385 WASHINGTON STREET ST. PAUL, MN 55102		X		
Split Rock Partners LLC 10400 VIKING DR SUITE 550 MINNEAPOLIS, MN 55344		X		

Signatures

/s/ Bruce A. Backberg, Senior Vice President, The St. Paul Travelers Companies, Inc.

11/03/2005

 **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) See Exhibit 99.2 for footnote disclosure.
- (2) See Exhibit 99.2 for footnote disclosure.
- (3) See Exhibit 99.2 for footnote disclosure.
- (4) See Exhibit 99.2 for footnote disclosure.
- (5) See Exhibit 99.2 for footnote disclosure.
- (6) See Exhibit 99.2 for footnote disclosure.
- (7) See Exhibit 99.2 for footnote disclosure.
- (8) See Exhibit 99.2 for footnote disclosure.
- (9) See Exhibit 99.2 for footnote disclosure.

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- (10) See Exhibit 99.2 for footnote disclosure.
- (11) See Exhibit 99.2 for footnote disclosure.
- (12) See Exhibit 99.2 for footnote disclosure.
- (13) See Exhibit 99.2 for footnote disclosure.

Remarks:

See Exhibit 99.1 for joint filer information.

See Exhibit 99.2 for footnote disclosure.

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

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