

☐ 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>Allen Dick</u> (Last) (First) (Middle) <u>C/O TANDEM DIABETES CARE, INC.,</u> <u>11045 ROSELLE STREET</u> (Street) <u>SAN DIEGO</u> <u>CA</u> <u>92121</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TANDEM DIABETES CARE INC [TNDM]</u> 3. Date of Earliest Transaction (Month/Day/Year) <u>11/19/2013</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director 10% Owner Officer (give title below) Other (specify below) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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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	(A) or (D)	Price			
Common Stock	11/19/2013		C		111,598	A	\$0.00	111,598	I	See footnote ⁽¹⁾
Common Stock	11/19/2013		C		38,288	A	\$0.00	38,975	I	See footnote ⁽²⁾
Common Stock	11/19/2013		C		596	A	\$0.00	819	I	See footnote ⁽³⁾
Common Stock	11/19/2013		C		596	A	\$0.00	819	I	See footnote ⁽⁴⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series A Preferred Stock	(5)	11/19/2013		C			64,435 ⁽⁶⁾	(5)	(5)	Common Stock	38,454 ⁽⁵⁾	\$0.00	0	I	See footnote ⁽¹⁾
Series A Preferred Stock	(5)	11/19/2013		C			6,185 ⁽⁶⁾	(5)	(5)	Common Stock	3,691 ⁽⁵⁾	\$0.00	0	I	See footnote ⁽²⁾
Series B Preferred Stock	(5)	11/19/2013		C			22,215 ⁽⁶⁾	(5)	(5)	Common Stock	13,258 ⁽⁵⁾	\$0.00	0	I	See footnote ⁽¹⁾
Series B Preferred Stock	(5)	11/19/2013		C			1,682 ⁽⁶⁾	(5)	(5)	Common Stock	1,004 ⁽⁵⁾	\$0.00	0	I	See footnote ⁽²⁾
Series C Preferred Stock	(5)	11/19/2013		C			16,491 ⁽⁶⁾	(5)	(5)	Common Stock	9,842 ⁽⁵⁾	\$0.00	0	I	See footnote ⁽¹⁾
Series C Preferred Stock	(5)	11/19/2013		C			8,245 ⁽⁶⁾	(5)	(5)	Common Stock	4,921 ⁽⁵⁾	\$0.00	0	I	See footnote ⁽²⁾
Series D Preferred Stock	(5)	11/19/2013		C			83,854	(5)	(5)	Common Stock	50,044 ⁽⁵⁾	\$0.00	0	I	See footnote ⁽¹⁾
Series D Preferred Stock	(5)	11/19/2013		C			48,044	(5)	(5)	Common Stock	28,672 ⁽⁵⁾	\$0.00	0	I	See footnote ⁽²⁾
Series D Preferred Stock	(5)	11/19/2013		C			1,000	(5)	(5)	Common Stock	596 ⁽⁵⁾	\$0.00	0	I	See footnote ⁽³⁾
Series D Preferred Stock	(5)	11/19/2013		C			1,000	(5)	(5)	Common Stock	596 ⁽⁵⁾	\$0.00	0	I	See footnote ⁽⁴⁾

Explanation of Responses:

1. The securities are held by the Allen Family Trust dated 10/12/81.
2. The securities are held by Cornerstone Ventures. The Reporting Person is the managing partner of Cornerstone Ventures and may be deemed to have indirect beneficial ownership of such securities. The Reporting

Person disclaims beneficial ownership of such securities held by Cornerstone Ventures, except to the extent of his proportionate pecuniary interest therein.

3. The securities are held by the Gammon Children's 2000 Trust FBO Hannah Lee Gammon. The Reporting Person is co-trustee of the Gammon Children's 2000 Trust FBO Hannah Lee Gammon and has shared voting and investment power over the securities held by the Gammon Children's 2000 Trust FBO Hannah Lee Gammon and may be deemed to have indirect beneficial ownership of such securities. The Reporting Person disclaims beneficial ownership of such securities held by the Gammon Children's 2000 Trust FBO Hannah Lee Gammon.
4. The securities are held by the Gammon Children's 2000 Trust FBO Jake Allen Gammon. The Reporting Person is co-trustee of the Gammon Children's 2000 Trust FBO Jake Allen Gammon and has shared voting and investment power over the securities held by the Gammon Children's 2000 Trust FBO Hannah Lee Gammon and may be deemed to have indirect beneficial ownership of such securities. The Reporting Person disclaims beneficial ownership of such securities held by the Gammon Children's 2000 Trust FBO Jake Allen Gammon.
5. Each share of Preferred Stock automatically converted on a 1-to-0.5968 basis into Common Stock immediately upon the consummation of the Issuer's initial public offering and had no expiration date.
6. The number of shares of Preferred Stock reflects the effect of applicable anti-dilution adjustments that occurred as a result of the issuance of the Series D Preferred Stock.

Remarks:

/s/ David B. Berger, Attorney-
in-Fact for Dick P. Allen 11/21/2013

** Signature of Reporting Person Date

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

* 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).

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

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 Number.