| SEC | Form | 4 |
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## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
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0.5

|  | Check this box if no longer subject to<br>Section 16. Form 4 or Form 5<br>obligations may continue. <i>See</i><br>Instruction 1(b). |
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## 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

|   |            |               | or se                | cuon 30(n) or the m                                      | ivestment Con     | Ipany Act of 1940   |        |   |              |              |  |  |
|---|------------|---------------|----------------------|--|-------------------|---|--------|---|--------------|--------------|--|--|
| 1. Name and Address of Reporting Person <sup>*</sup> Sheridan John F (Last) (First) (Middle) C/O TANDEM DIABETES CARE, INC., 11045 DOSELLE STREET |            | <u>TAN</u>    | e of Earliest Transa | ETES CA  | RE INC [ TNDM ]   | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>Director 10% Owner<br>X Officer (give title Other (specify<br>below) below)<br>EVP, CHIEF OPERATING OFFICER |        |   |              |              |  |  |
| 11045 ROSELLE STREET           (Street)           SAN DIEGO         CA           (City)         (State)           (Zip)                           |            |               | 4. If An             | 4. If Amendment, Date of Original Filed (Month/Day/Year) |                   |   |        | <ul> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> <li>X Form filed by One Reporting Person</li> <li>Form filed by More than One Reporting Person</li> </ul> |              |              |  |  |
|   |            | Table I - Nor | n-Derivative S       | Securities Acq   | uired, Disp       | oosed of, or Benefic  | cially | Owned   |              |              |  |  |
| 1. Title of Security  | (Instr. 3) |               | 2. Transaction       | 2A. Deemed   | 3.<br>Transaction | 4. Securities Acquired (A)  |        | 5. Amount of  | 6. Ownership | 7. Nature of |  |  |

| Date<br>(Month/Day/Year) | Execution Date,<br>if any<br>(Month/Day/Year) | Transaction<br>Code (Instr.<br>8) |   |        |               |       | Beneficially<br>Owned Following                | (D) or Indirect<br>(I) (Instr. 4) | Indirect<br>Beneficial<br>Ownership |  |
|--------------------------|---|-----------------------------------|---|--------|---------------|-------|--|-----------------------------------|-------------------------------------|--|
|                          |   | Code                              | v | Amount | (A) or<br>(D) | Price | Reported<br>Transaction(s)<br>(Instr. 3 and 4) |                                   | (Instr. 4)                          |  |

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

|   | (org), paro, rananci, opriorio, contorizio cocantico)                 |  |   |                              |   |            |     |  |                    |   |                                     |   |  |  |  |
|---|---|--|---|------------------------------|---|------------|-----|--|--------------------|---|-------------------------------------|---|--|--|--|
| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | Derivative |     | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |                    | 7. Title and Amount<br>of Securities<br>Underlying<br>Derivative Security<br>(Instr. 3 and 4) |                                     | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|   |   |  |   | Code                         | v | (A)        | (D) | Date<br>Exercisable  | Expiration<br>Date | Title   | Amount<br>or<br>Number<br>of Shares |   | Transaction(s)<br>(Instr. 4)   |  |  |
| Stock<br>Options <sup>(1)</sup>                     | \$2.3   | 12/16/2016                                 |   | A                            |   | 169,200    |     | (2)  | (3)                | Common<br>Stock   | 169,200                             | \$0.00  | 169,200  | D  |  |

Explanation of Responses:

1. Granted pursuant to the Tandem Diabetes Care, Inc. 2013 Stock Incentive Plan.

2. All shares subject to the option will vest as to 50% on 12/16/2017 and the remainder in 12 equal monthly installments thereafter.

3. The expiration date for these options is 10 years from the date of grant.

## **Remarks:**

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

12/16/2016

\*\* 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.