

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

☐ Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

1. Name and Address of Reporting Person* <u>HLM VENTURE PARTNERS II, L.P.</u> (Last) (First) (Middle) <u>222 BERKELEY STREET</u> (Street) <u>BOSTON</u> <u>MA</u> <u>02116</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>11/13/2013</u> 4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director <input checked="" type="checkbox"/> 10% Owner Officer (give title below) Other (specify below) X 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 ⁽¹⁾	11/13/2013		P		200,000	A	\$15	200,000	D ⁽²⁾	

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	Date Exercisable	Expiration Date					

1. Name and Address of Reporting Person* <u>HLM VENTURE PARTNERS II, L.P.</u> (Last) (First) (Middle) <u>222 BERKELEY STREET</u> (Street) <u>BOSTON</u> <u>MA</u> <u>02116</u> (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>HLM Venture Associates II, LLC</u> (Last) (First) (Middle) <u>222 BERKELEY STREET</u> (Street) <u>BOSTON</u> <u>MA</u> <u>02116</u> (City) (State) (Zip)
1. Name and Address of Reporting Person* <u>CAHILL EDWARD L</u> (Last) (First) (Middle) <u>C/O HLM VENTURE PARTNERS,</u> <u>222 BERKELEY STREET</u> (Street)

BOSTON	MA	02116
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
GRUA PETER J		
(Last)	(First)	(Middle)
222 BERKELEY STREET		
(Street)		
BOSTON	MA	02116
(City)	(State)	(Zip)
1. Name and Address of Reporting Person*		
RAY RUSSELL T		
(Last)	(First)	(Middle)
222 BERKELEY STREET		
(Street)		
BOSTON	MA	02116
(City)	(State)	(Zip)

Explanation of Responses:

1. Shares were purchased in connection with the Issuer's initial public offering.
2. The reported securities are owned by HLM Venture Partners II, L.P. HLM Venture Associates II, L.L.C. (the "General Partner"), and Edward L. Cahill, Peter J. Grua and Russell T. Ray, the managing members of the General Partner, may be deemed to share voting and dispositive power over the reported securities but each disclaims beneficial ownership in the securities held by HLM Venture Partners II, L.P., except to the extent of their pecuniary interest therein.

Remarks:

<u>/s/ David B. Berger, Attorney-in-Fact for HLM Venture Partners II, L.P.</u>	<u>11/14/2013</u>
<u>/s/ David B. Berger, Attorney-in-Fact for HLM Venture Associates II, L.L.C.</u>	<u>11/14/2013</u>
<u>/s/ David B. Berger, Attorney-in-Fact for Edward L. Cahill</u>	<u>11/14/2013</u>
<u>/s/ David B. Berger, Attorney-in-Fact for Peter J. Grua</u>	<u>11/14/2013</u>
<u>/s/ David B. Berger, Attorney-in-Fact for Russell T. Ray</u>	<u>11/14/2013</u>
** 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.