

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

OMB APPROVAL	
OMB Number:	3235-0287
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1. Name and Address of Reporting Person* <u>Allen Dick</u> (Last) (First) (Middle) <u>C/O TANDEM DIABETES CARE, INC.,</u> <u>11075 ROSELLE STREET</u> (Street) <u>SAN DIEGO CA 92121</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TANDEM DIABETES CARE INC [TNDM]</u>	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)
	3. Date of Earliest Transaction (Month/Day/Year) <u>02/26/2020</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	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

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	02/26/2020		M ⁽¹⁾		406	A	\$73.73	10,406	I	See Footnotes ⁽²⁾
Common Stock	02/26/2020		s ⁽¹⁾		380	D	\$78.82	10,026	I	See Footnotes ⁽²⁾
Common Stock	02/26/2020		M ⁽¹⁾		2,778	A	\$73.73	39,778	I	See Footnote ⁽³⁾
Common Stock	02/26/2020		s ⁽¹⁾		2,599	D	\$78.82	37,179	I	See Footnote ⁽³⁾
Common Stock								1,500	I	See Footnotes ⁽⁴⁾
Common Stock								1,500	I	See Footnote(s) ⁽⁵⁾

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
Warrant	\$73.73	02/26/2020		M		406		02/26/2020	(6)	Common Stock	406	\$73.73	0	I	See Footnote ⁽²⁾
Warrant	\$73.73	02/26/2020		M		2,778		02/26/2020	(7)	Common Stock	2,778	\$73.73	0	I	See Footnotes ⁽³⁾

Explanation of Responses:

- The transaction reflects the cashless exercise of warrants to purchase common stock, at an exercise price of \$73.73. Pursuant to the terms of the warrant, the shares of common stock were sold at a price equal to the average of the closing prices of the shares over the 30-day period ending three days prior to the date on which the notice of exercise was received by the Issuer.
- The securities are held by Allen Cornerstone Ventures L.P. The Reporting Person is the managing partner of Allen Cornerstone Ventures L.P. and may be deemed to have indirect beneficial ownership of such securities. The Reporting Person disclaims beneficial ownership of such securities held by Allen Cornerstone Ventures L.P., except to the extent of his proportionate pecuniary interest therein.
- The securities are held by the Allen Family Trust dated October 12, 1981.
- 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.
- 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 Jake Allen 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.
- The expiration dates for this warrant are August 31, 2021 (271 shares) and July 3, 2022 (135 shares).
- The expiration dates for this warrant are August 31, 2021 (1,356 shares), May 25, 2022 (596 shares) and July 17, 2022 (826 shares).

Remarks:

David B. Berger, Attorney-in- 02/28/2020

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.