SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL
OMB Number: 3235-0287

0.5

Estimated average burden hours per response:

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

			or Sec	ction 30(n) of the in	vestment Con	ipany Act of 1940					
1. Name and Address of Reporting Person* HANSEN BRIAN B (Last) (First) (Middle) C/O TANDEM DIABETES CARE, INC., 11045 ROSELLE STREET			<u>TAN</u>	of Earliest Transac	TES CAI	RE INC [TNDM]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify below) EVP & CHIEF COMMERCIAL OFFICER				
11045 ROSELLE STREET (Street) SAN DIEGO CA 92121 (City) (State) (Zip)			4. If Am	nendment, Date of C	Driginal Filed (Month/Day/Year)	 6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting Person 				
		Table I - Nor	n-Derivative S	ecurities Acq	uired, Disp	oosed of, or Benefi	cially	Owned			
1. Title of Security	1. Title of Security (Instr. 3) 2. Trans				3.	4. Securities Acquired (A)	or	5. Amount of	6. Ownership	7. Nature of	

of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Transaction Code (Instr.		5)			Securities Beneficially Owned Following	Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)		(Instr. 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. Transa Code (8)		Derivative		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)	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		(Instr. 4)		
Stock Options ⁽¹⁾	\$2.3	12/16/2016		Α		112,800		(2)	(3)	Common Stock	112,800	\$0.00	112,800	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:

<u>/s/ David B. Berger, Attorney-</u> in-Fact for Brian B. Hansen

12/16/2016

Date

** Signature of Reporting Person

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.