SEC Form 4	
------------	--

## FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL 3235-0287 OMB Number: Estimated average burden

0.5

hours per response:

Check this box if no longer subject to Section 16. Form 4 or Form 5	STATEMENT OF CHANGES IN
obligations may continue. See Instruction 1(b).	Filed pursuant to Section 16(a) of the

e Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

			4					
1. Name and Address of Reporting Person <sup>*</sup> Leal James			2. Issuer Name and Ticker or Trading Symbol <u>TANDEM DIABETES CARE INC</u> [ TNDM ]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner				
(Last)	(Last) (First) (Middle)		1	X	Officer (give title below)	Other (specify below)		
C/O TANDEM DIABETES CARE, INC.			3. Date of Earliest Transaction (Month/Day/Year) 09/27/2021		SVP, Operations			
11075 ROSELI	LE STREET			<u> </u>				
			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)				
(Street)		00101		X	Form filed by One Repor	ting Person		
SAN DIEGO	CA	92121			Form filed by More than Person	One Reporting		
(City)	(State)	(Zip)						
					_			

## 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. Transa Code ( 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)
Common Stock	09/27/2021		M <sup>(1)</sup>		1,667	A	\$51.5	5,418	D	
Common Stock	09/27/2021		M <sup>(1)</sup>		238	A	\$82.34	5,656	D	
Common Stock	09/27/2021		<b>S</b> <sup>(2)</sup>		660	D	<b>\$120.08</b> <sup>(3)</sup>	4,996	D	
Common Stock	09/27/2021		<b>S</b> <sup>(2)</sup>		201	D	<b>\$121.99</b> <sup>(4)</sup>	4,795	D	
Common Stock	09/27/2021		<b>S</b> <sup>(2)</sup>		1,044	D	\$122.71(5)	3,751	D	

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)		5. Nun of Deriva Securi Acquin (A) or Dispos of (D) (Instr. and 5)	tive ities red sed 3, 4	6. Date Exercisable and Expiration Date (Month/Day/Year)		Amount of		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				
Stock Option	\$51.5	09/27/2021		м		1,667		(6)	(7)	Common Stock	1,667	\$51.5	28,333	D	
Stock Option	\$82.34	09/27/2021		М		238		(8)	(7)	Common Stock	238	\$82.34	7,624	D	

Explanation of Responses:

1. Represents shares of common stock received upon exercise of a stock option award.

2. The shares were sold pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on December 11, 2020.

3. The price reported reflects the weighted average price per share of multiple transactions with prices per share ranging between \$120.00 to \$120.63. The Reporting Person undertakes to provide the Securities and Exchange Commission (the "SEC"), the issuer, and any security holder full information regarding the number of shares and the prices at which the shares were sold

4. The price reported reflects the weighted average price per share of multiple transactions with prices per share ranging between \$121.04 to \$122.03. The Reporting Person undertakes to provide the Securities and Exchange Commission (the "SEC"), the issuer, and any security holder full information regarding the number of shares and the prices at which the shares were sold.

5. The price reported reflects the weighted average price per share of multiple transactions with prices per share ranging between \$122.18 to \$122.93. The Reporting Person undertakes to provide the Securities and Exchange Commission (the "SEC"), the issuer, and any security holder full information regarding the number of shares and the prices at which the shares were sold.

6. The options vested as to twenty-five (25%) of the underlying shares on 2/15/2020, and the remaining shares shall vest in thirty-six (36) equal monthly installments thereafter, subject to the terms of Tandem Diabetes Care, Inc. 2013 Stock Incentive Plan, as amended, and the agreements related thereto (the "2013 Plan").

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

8. The options vested as to twenty-five (25%) of the underlying shares on 5/27/2021, and the remaining shares shall vest in thirty-six (36) equal monthly installments thereafter, subject to the 2013 Plan. **Remarks:** 

> s/ David B. Berger, Attorneyin-Fact for James A. Leal

09/29/2021

\*\* 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.