GREGG TERRANCE H

Form 4

February 05, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL

OMB 3235-0287 Number:

Expires: January 31, 2005

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if no longer subject to Section 16. Form 4 or Form 5

obligations

Check this box

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, Section 17(a) of the Public Utility Holding Company Act of 1935 or Section

may continue.

See Instruction

30(h) of the Investment Company Act of 1940

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting GREGG TERRANCE H	Symbol	er Name and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer			
	DEXC	OM INC [DXCM]	(Check all applicable)			
(Last) (First)	(Middle) 3. Date of	of Earliest Transaction				
6340 SEQUENCE DRIVE	(Month/ 02/01/2	Day/Year) 2013	X Director 10% Owner Self-condition of the condition of t			
(Street)		endment, Date Original onth/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
SAN DIEGO, CA 92121			Form filed by More than One Reporting Person			
(City) (State)	(Zip) Tak	ole I - Non-Derivative Securities Acc	quired, Disposed of, or Beneficially Owned			
1.Title of Security (Month/Day/Year) (Instr. 3)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A) or Code V Amount (D) Price	5. Amount of Securities Ownership Indirect Beneficially Form: Direct Beneficial Owned (D) or Ownership Following Indirect (I) (Instr. 4) Transaction(s) (Instr. 3 and 4)			
Common Stock 02/01/2013		S $9,000$ \$ 15.078 $\frac{(1)}{(2)}$	8 832,889 (3) I by Trust (4)			
Common Stock			30,000 D			
Common			11.461 I by IP.Δ			

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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11,461

Ι

by IRA

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displays a currently valid OMB control

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

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transacti	5. orNumber	6. Date Exerc Expiration D		7. Title		8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Month Day/ Tear)	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/e		Under! Securi	lying	Security (Instr. 5)	Secur Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships				
•	Director	10% Owner	Officer	Other	
GREGG TERRANCE H 6340 SEQUENCE DRIVE	X		CEO		
SAN DIEGO, CA 92121					

Signatures

By: Jess Roper For: Terrance H. 02/05/2013 Gregg

**Signature of Reporting Person Date

Explanation of Responses:

- 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).
- On December 14, 2012, Mr. Gregg adopted a 10b5-1 Plan. Under this 10b5-1 Plan, Mr. Gregg will sell a limited number of shares to (1) cover the tax liability that accrues upon monthly vesting of restricted stock units previously granted to Mr. Gregg. The shares set forth above were sold pursuant to the 10b5-1 Plan.
- This transaction was executed in multiple trades at prices ranging from \$15.00 to \$15.23. The price above reflects the weighted average (2) sale price. The reporting person hereby undertakes to provide upon request to the SEC staff, the issuer or a security holder of the issuer full information regarding the number of shares and prices at which the transactions were effected.
- Included in this number are 8,125 unvested restricted stock units granted on March 12, 2010, 4,062 of which shall vest each month through March 12, 2013; 71,094 unvested restricted stock units granted on March 8, 2011, 5,078 of which shall vest each month through March 8, 2014; and 132,032 unvested restricted stock units granted on March 8, 2012, 5,078 of which shall vest each month through
- (4) Shares are held by the Gregg Family Trust U/A/D 12/23/1998, with respect to which the reporting person is a trustee.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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