DEXCOM INC Form 8-K April 08, 2008

UNITED STATES

SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of

the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported): April 3, 2008

DexCom, Inc.

(Exact Name of the Registrant as Specified in Its Charter)

Delaware

(State or Other Jurisdiction of Incorporation)

000-51222 (Commission File Number) 33-0857544 (IRS Employer Identification No.)

6340 Sequence Drive, San Diego, CA (Address of Principal Executive Offices)

92121 (Zip Code)

(858) 200-0200

(Registrant s Telephone Number, Including Area Code)

(Former Name or Former Address, If Changed Since Last Report)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- " Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- " Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- " Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2)
- " Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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ITEM 1.01. ENTRY INTO A MATERIAL DEFINITIVE AGREEMENT

On April 3, 2008, DexCom, Inc. (the Company) entered into a Manufacturing and Supply Agreement (the Agreement) with PTG Medical LLC (PTG). Under the Agreement, we agreed to purchase certain polymers used to synthesize our polymeric membranes for our SEVEN exclusively from PTG for a term of three years. The Agreement provides the Company with an exclusive, worldwide, royalty-free and irrevocable license to use the polymers in the field of continuous glucose monitoring.

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SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned thereunto duly authorized.

DEXCOM, INC.

By: /s/ Steven R. Pacelli Steven R. Pacelli Senior Vice President of Corporate Affairs

Date: April 7, 2008