

TANDEM DIABETES CARE INC

Form 3

November 13, 2013

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104

Expires: January 31, 2005

Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

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  
30(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*

Â CAHILL EDWARD L  
(Last) (First) (Middle)

C/O HLM VENTURE  
PARTNERS,,Â 222 BERKELEY  
STREET  
(Street)

BOSTON,Â MAÂ 02116

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)  
11/13/2013

3. Issuer Name and Ticker or Trading Symbol  
TANDEM DIABETES CARE INC [TNDM]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

☒ Director ☒ 10% Owner  
☐ Officer ☐ Other  
(give title below) (specify below)

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
☒ Form filed by One Reporting Person  
☐ Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**1. Title of Security  
(Instr. 4)2. Amount of Securities Beneficially Owned  
(Instr. 4)3. Ownership Form:  
Direct (D)  
or Indirect (I)  
(Instr. 5)4. Nature of Indirect Beneficial Ownership  
(Instr. 5)

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

SEC 1473 (7-02)

**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 control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security  
(Instr. 4)2. Date Exercisable and Expiration Date  
(Month/Day/Year)

Date Exercisable Expiration Date

3. Title and Amount of Securities Underlying Derivative Security  
(Instr. 4)

Title Amount or Number of

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security: Direct (D)

6. Nature of Indirect Beneficial Ownership  
(Instr. 5)

Edgar Filing: TANDEM DIABETES CARE INC - Form 3

|                          |       |            |                                    | Shares     |            | or Indirect<br>(I)<br>(Instr. 5) |  |
|--------------------------|-------|------------|------------------------------------|------------|------------|----------------------------------|--|
| Series C Preferred Stock | Â (1) | Â (2)      | Common<br>Stock                    | 223,684    | \$ 0       | I                                | Directly owned<br>by HLM Venture<br>Partners II, L.P.<br>(3) |
| Series D Preferred Stock | Â (1) | Â (2)      | Common<br>Stock                    | 1,230,374  | \$ 0       | I                                | Directly owned<br>by HLM Venture<br>Partners II, L.P.<br>(3) |
| Preferred Stock Warrant  | Â (4) | 08/17/2021 | Series D<br>Preferred<br>Stock (5) | 87,662 (5) | \$ 4.4 (5) | I                                | Directly owned<br>by HLM Venture<br>Partners II, L.P.<br>(3) |
| Preferred Stock Warrant  | Â (4) | 05/25/2022 | Series D<br>Preferred<br>Stock (6) | 21,915 (6) | \$ 4.4 (6) | I                                | Directly owned<br>by HLM Venture<br>Partners II, L.P.<br>(3) |
| Preferred Stock Warrant  | Â (4) | 07/17/2022 | Series D<br>Preferred<br>Stock (7) | 33,014 (7) | \$ 4.4 (7) | I                                | Directly owned<br>by HLM Venture<br>Partners II, L.P.<br>(3) |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |         |       |
|---|---------------|-----------|---------|-------|
|   | Director      | 10% Owner | Officer | Other |
| CAHILL EDWARD L<br>C/O HLM VENTURE PARTNERS,<br>222 BERKELEY STREET<br>BOSTON, MA 02116 | Â X           | Â X       | Â       | Â     |

## Signatures

/s/ David B. Berger, Attorney-in-Fact for Edward L.  
Cahill

11/13/2013

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* If the form is filed by more than one reporting person, see Instruction 5(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).

(1) The securities are immediately convertible.

(2) The expiration date is not relevant to the conversion of these securities.

(3) The Reporting Person is a managing member of HLM Venture Associates II, L.L.C. ("Associates"), the general partner of HLM Venture Partners II, L.P. ("Partners"). As a managing member of Associates, the Reporting Person shares voting and investment power over the securities held by Partners and may be deemed to have indirect beneficial ownership of such shares. The Reporting Person disclaims

## Edgar Filing: TANDEM DIABETES CARE INC - Form 3

beneficial ownership of such securities held by Partners, except to the extent of his proportionate pecuniary interest therein.

- (4) The warrants are immediately exercisable.
- (5) Upon the consummation of the Issuer's initial public offering, these warrants will automatically become exercisable for 52,316 shares of the Issuer's common stock at an exercise price of \$4.40 per share.
- (6) Upon the consummation of the Issuer's initial public offering, these warrants will automatically become exercisable for 13,078 shares of the Issuer's common stock at an exercise price of \$4.40 per share.
- (7) Upon the consummation of the Issuer's initial public offering, these warrants will automatically become exercisable for 19,702 shares of the Issuer's common stock at an exercise price of \$4.40 per share.

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

Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.