

ST PAUL FIRE &amp; MARINE INSURANCE CO

Form 4

May 02, 2006

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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 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

## OMB APPROVAL

OMB  
Number: 3235-0287  
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2005  
Estimated average  
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(Print or Type Responses)

1. Name and Address of Reporting Person \*

ST PAUL TRAVELERS  
COMPANIES INC

(Last) (First) (Middle)

385 WASHINGTON STREET,

(Street)

ST. PAUL, MN 55102

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading

Symbol

DEXCOM INC [DXCM]

3. Date of Earliest Transaction

(Month/Day/Year)

05/02/2006

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

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 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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/02/2006		S	277,864 D	\$ 24 0 <sup>(1)</sup>	I	By Windamere, LLC <sup>(2)</sup>
Common Stock	05/02/2006		S	347,528 D	\$ 24 0 <sup>(3)</sup>	I	By Windamere II, LLC <sup>(4)</sup>
Common Stock	05/02/2006		S	161,084 D	\$ 24 0 <sup>(5)</sup>	I	By Windamere III, LLC <sup>(6)</sup>
Common Stock	05/02/2006		S	400,000 D	\$ 24 444,880 <sup>(7)</sup>	I	By Fog City Fund, LLC <sup>(8)</sup>

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Common Stock	05/02/2006	S	80,910	D	\$ 24	96,431 <sup>(1) (3)</sup> <u>(5) (7)</u>	D	
Common Stock	05/02/2006	S	321	D	\$ 24	0 <sup>(1) (3)</sup>	I	By SPVC Partners I, LLC <sup>(9)</sup>
Common Stock	05/02/2006	S	192	D	\$ 24	0 <sup>(5) (7)</sup>	I	By SPVC Management VI, LLC <sup>(10)</sup>
Common Stock	05/02/2006	S	612,850	D	\$ 24	730,422	I	By St. Paul Venture Capital V, LLC <sup>(11)</sup>
Common Stock	05/02/2006	S	307,641	D	\$ 24	366,660	I	By St. Paul Venture Capital VI, LLC <sup>(12)</sup>
Common Stock	05/02/2006	S	11,610	D	\$ 24	13,838	I	By St. Paul Venture Capital Affiliates Fund I, LLC <sup>(13)</sup>

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

**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.**

SEC 1474  
(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Amount or Number of Shares	

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ST PAUL TRAVELERS COMPANIES INC 385 WASHINGTON STREET ST. PAUL, MN 55102		X		
ST PAUL FIRE & MARINE INSURANCE CO 385 WASHINGTON STREET ST. PAUL, MN 55102		X		
Split Rock Partners LLC 10400 VIKING DR SUITE 550 MINNEAPOLIS, MN 55344		X		

## Signatures

/s/ Bruce A. Backberg, Senior Vice President, The St. Paul Travelers Companies, Inc.

05/02/2006

\_\_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).
- (1) See Exhibit 99.2
- (2) See Exhibit 99.2
- (3) See Exhibit 99.2
- (4) See Exhibit 99.2
- (5) See Exhibit 99.2
- (6) See Exhibit 99.2
- (7) See Exhibit 99.2
- (8) See Exhibit 99.2
- (9) See Exhibit 99.2
- (10) See Exhibit 99.2
- (11) See Exhibit 99.2
- (12) See Exhibit 99.2
- (13) See Exhibit 99.2

### Remarks:

See Exhibit 99.1 for joint filer information.  
See Exhibit 99.2 for footnote disclosures.

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