

DEXCOM INC
Form 4
November 03, 2005

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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

(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)
11/01/2005

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
___ Form filed by One Reporting Person
X 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)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/01/2005		S		76,246	D	\$ 13.3	1,343,272	I	By St. Paul Venture Capital V, LLC ⁽¹⁾
Common Stock	11/01/2005		S		1,444	D	\$ 13.3	25,448	I	By St. Paul Venture Capital Affiliates Fund I, LLC ⁽²⁾
Common Stock	11/01/2005		S		17,329	D	\$ 13.3	0 ⁽³⁾	D	

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Common Stock	11/01/2005		S	138	D	\$ 13.30 ⁽³⁾		I	By SPVC Partners I, LLC ⁽⁴⁾
Common Stock							308,375 ⁽³⁾	I	By Windamere, LLC ⁽⁵⁾
Common Stock	11/01/2005		S	52,691	D	\$ 13.30 ⁽⁶⁾		D	
Common Stock	11/01/2005		S	93	D	\$ 13.30 ⁽⁶⁾		I	By SPVC Management VI, LLC ⁽⁷⁾
Common Stock							937,653 ⁽⁶⁾	I	By Fog City Fund, LLC ⁽⁸⁾
Common Stock	11/01/2005		S	21,674	D	\$ 13.30 ⁽⁹⁾		D	
Common Stock	11/01/2005		S	46	D	\$ 13.30 ⁽⁹⁾		I	By SPVC Partners I, LLC ⁽⁴⁾
Common Stock							385,688 ⁽⁹⁾	I	By Windamere II, LLC ⁽¹⁰⁾
Common Stock	11/01/2005		S	38,275	D	\$ 13.30	674,301	I	By St. Paul Venture Capital VI, LLC ⁽¹¹⁾
Common Stock	11/01/2005		S	10,046	D	\$ 13.30 ⁽¹²⁾		D	
Common Stock	11/01/2005		S	18	D	\$ 13.30 ⁽¹²⁾		I	By SPVC Management VI, LLC ⁽⁷⁾
Common Stock							178,773 ⁽¹²⁾	I	By Windamere III, LLC ⁽¹³⁾

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

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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	2. Conversion	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if	4.	5. Transaction Number	6. Date Exercisable and Expiration Date	7. Title and Amount of	8. Price of Derivative	9. Nu
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Security (Instr. 3)	or Exercise Price of Derivative Security	any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Year)	Underlying Securities (Instr. 3 and 4)	Security (Instr. 5)	Secur
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Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
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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. 11/03/2005

__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 for footnote disclosure.
- (2) See Exhibit 99.2 for footnote disclosure.
- (3) See Exhibit 99.2 for footnote disclosure.
- (4) See Exhibit 99.2 for footnote disclosure.
- (5) See Exhibit 99.2 for footnote disclosure.
- (6) See Exhibit 99.2 for footnote disclosure.
- (7) See Exhibit 99.2 for footnote disclosure.
- (8) See Exhibit 99.2 for footnote disclosure.
- (9) See Exhibit 99.2 for footnote disclosure.

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- (10) See Exhibit 99.2 for footnote disclosure.
- (11) See Exhibit 99.2 for footnote disclosure.
- (12) See Exhibit 99.2 for footnote disclosure.
- (13) See Exhibit 99.2 for footnote disclosure.

Remarks:

See Exhibit 99.1 for joint filer information.

See Exhibit 99.2 for footnote disclosure.

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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