Lucas Donald A Form 4 December 19, 2005

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 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

OMB APPROVAL

OMB Number: 3235-0287

Expires: January 31, 2005 Estimated average

burden hours per response... 0.5

Form 5 obligations may continue. See Instruction 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(b).

| 1. Name and Address of Reporting Person * Lucas Donald A | | | 2. Issuer Name and Ticker or Trading Symbol DEXCOM INC [DXCM] | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
|--|----------|----------|--|--|--|--|
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | (Check all applicable) | | |
| 835 PAGE MI | LL RAOD | | (Month/Day/Year) 12/06/2005 | _X_ Director 10% Owner Officer (give title below) Other (specify below) | | |
| | (Street) | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | |
| PALO ALTO, | CA 94303 | | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person | | |
| | | | | | | |

| (City) | (State) | (Zip) Tabl | le I - No | n-D | erivative | Secur | ities Acqı | uired, Disposed o | f, or Beneficial | ly Owned |
|--------------------------------------|---|---|-----------|-----|---|-----------|-------------|--|--|---|
| 1.Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | Code | | 4. Securities Acquired on(A) or Disposed of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
| | | | Code | V | Amount | or (D) | Price | (Instr. 3 and 4) | | |
| Common Stock | 12/06/2005 | | A | V | 212 | A | \$ 14.26 | 28,002 | D | |
| Common Stock | 12/07/2005 | | A | V | 105 | A | \$ 14.3 | 28,107 | D | |
| Common Stock | | | | | | | | 1,556 | I | RWI Group Service Co. LLC |
| Common Stock | | | | | | | | 121,646 | I | RWI Group III, L.P. (2) |

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Common Stock 965,682 I RWI Ventures I, L.P. $\stackrel{(2)}{=}$

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 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. Transactic Code (Instr. 8) | 5. orNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | S | Date | 7. Title and A Underlying S (Instr. 3 and 4 | Securities | 8. Price Deriva Securit (Instr. : |
|---|---|---|---|--|---|---------------------|--------------------|---|-------------------------------------|--|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | |
| Stock Option (Right to Buy) | \$ 12 | | | | | (3) | 04/15/2015 | Common Stock | 25,000 | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | | |
|---|---------------|-----------|---------|-------|--|--|--|
| r | Director | 10% Owner | Officer | Other | | | |
| Lucas Donald A 835 PAGE MILL RAOD PALO ALTO, CA 94303 | X | | | | | | |

Signatures

/s/ Donald A. 12/19/2005 Lucas

**Signature of Date
Reporting Person

Reporting Owners 2

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) The Reporting Person is a Managing Member and disclaims beneficial ownership of these shares except to his pecuniary interest therein.
- The Reporting Person is a Managing Director of RWI Ventures (RWI). As a Managing Director, the Reporting Person shares voting and investment power of the shares held by PWI Group III I. P. and PWI Ventures I.I. P. which are offiliated with PWI. The Penerting
- (2) investment power of the shares held by RWI Group III L.P. and RWI Ventures I L.P. which are affiliated with RWI. The Reporting Person disclaims beneficial ownership of these shares except to his pecuniary interest therein.
- The option vests and becomes exercisable with respect to 1/3rd of the shares one year after the date of grant and thereafter continues to vest and become exercisable as to 1/36th of the remaining shares each month thereafter (with the shares being fully vested on the 3rd anniversary of the date of grant).

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.