TOPOL ERIC Form 4 May 31, 2011

FORM 4

OMB APPROVAL

Expires:

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

OMB Number: 3235-0287

if no longer subject to Section 16. Form 4 or

Check this box

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per

Form 4 or 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

response... 0.5

January 31,

1(b).

Common

Stock

05/26/2011

(Print or Type Responses)

1. Name and Address of Reporting Person * TOPOL ERIC			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer				
			DEXCOM INC [DXCM]			(Check all applicable)				
(Last)	(First)	(Middle)	3. Date of	f Earliest Ti	ransaction					
			(Month/D	ay/Year)		X Dir			Owner	
6340 SEQUENCE DRIVE			05/26/2	011		Offi below)	icer (give ti	ve title Other (specify below)		
(Street)			4. If Amendment, Date Original			6. Individual or Joint/Group Filing(Check				
			Filed(Mor	nth/Day/Year)	Applicable _X_ Form		ne Reporting Per	rson	
SAN DIEG	O, CA 92121					Form f	filed by Mo	ore than One Re	porting	
(City)	(State)	(Zip)	Tabl	e I - Non-E	Derivative Securities Acq	uired, Dis	posed of,	or Beneficial	ly Owned	
1.Title of	2. Transaction Da	te 2A. Deer	med	3.	4. Securities Acquired	5. Amou	ınt of	6.	7. Nature of	
Security	(Month/Day/Year) Executio	n Date, if	Transactio	on(A) or Disposed of (D)	Securitie	es	Ownership	Indirect	
(Instr. 3)		any		Code	(Instr. 3, 4 and 5)	Benefici	ally	Form: Direct	Beneficial	
		(Month/l	Day/Year)	(Instr. 8)		Owned		(D) or	Ownership	
						Followin	ng	Indirect (I)	(Instr. 4)	
					(A)	Reported		(Instr. 4)		
					(A)	Transact	tion(s)			

Code V

A

or

(D)

Price

0.001

Amount

11,149

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)

(Instr. 3 and 4)

D

22,470

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

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1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transactio	5. orNumber	6. Date Exerci Expiration Da		7. Title and Amount of	8. Price of Derivative	9. Nu Deriv
Security (Instr. 3)	or Exercise Price of Derivative Security	(Monus Day/Tear)	execution Date, if any (Month/Day/Year)	Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day/Y e		Underlying Securities (Instr. 3 and 4)	Security (Instr. 5)	Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)		Expiration Date	Title Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships					
Reporting Owner Name / Address	Director	10% Owner	Officer	Other		
TOPOL ERIC						
6340 SEQUENCE DRIVE	X					
SAN DIEGO, CA 92121						

Signatures

By: John Lister For: Eric J. 05/31/2011 Topol

**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) Share units are restricted and subject to vesting in one annual installment from the date of grant. Share units represent a contingent right to receive one share of DexCom, Inc. common stock.

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.

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