

GRAHAM CLAUDIA  
Form 4  
November 24, 2008

**FORM 4**

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

OMB APPROVAL

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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 \*  
**GRAHAM CLAUDIA**

(Last) (First) (Middle)  
  
6340 SEQUENCE DRIVE  
  
(Street)

SAN DIEGO, CA 92121

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**DEXCOM INC [DXCM]**

3. Date of Earliest Transaction (Month/Day/Year)  
11/20/2008

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)  
VP Marketing

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	11/20/2008		P	5,500 A \$ 1.65	5,741 <sup>(1)</sup>	I	by Trust <sup>(2)</sup>
Common Stock	11/20/2008		P	100 A \$ 1.67	5,841	I	by Trust <sup>(2)</sup>
Common Stock	11/20/2008		P	400 A \$ 1.68	6,241	I	by Trust <sup>(2)</sup>
Common Stock	11/20/2008		P	200 A \$ 1.69	6,441	I	by Trust <sup>(2)</sup>
Common Stock	11/20/2008		P	100 A \$ 1.7	6,541	I	by Trust <sup>(2)</sup>

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Common Stock	11/20/2008	P	500	A	\$ 1.71	7,041	I	by Trust <sup>(2)</sup>
Common Stock	11/20/2008	P	300	A	\$ 1.72	7,341	I	by Trust <sup>(2)</sup>
Common Stock	11/20/2008	P	1,900	A	\$ 1.73	9,241	I	by Trust <sup>(2)</sup>
Common Stock	11/21/2008	P	1,600	A	\$ 1.49	10,841	I	by Trust <sup>(2)</sup>
Common Stock	11/21/2008	P	2,000	A	\$ 1.5	12,841	I	by Trust <sup>(2)</sup>
Common Stock	11/21/2008	P	400	A	\$ 1.51	13,241	I	by Trust <sup>(2)</sup>
Common Stock	11/21/2008	P	1,900	A	\$ 1.52	15,141	I	by Trust <sup>(2)</sup>
Common Stock	11/21/2008	P	1,100	A	\$ 1.54	16,241	I	by Trust <sup>(2)</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.**

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(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. Number of Derivative Securities Beneficially Owned Following Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other

GRAHAM CLAUDIA  
6340 SEQUENCE DRIVE  
SAN DIEGO, CA 92121

VP Marketing

## Signatures

Claudia Graham                      11/24/2008

          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) Included in this amount are 241 shares that were inadvertently classified as direct holdings on the Form 3 file September 2, 2008.
- (2) Shares are held by the Claudia Graham Trust U/A/D 11/10/2006, with respect to which the reporting person is a trustee.

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.