

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Leal James</u> (Last) (First) (Middle) 12400 HIGH BLUFF DRIVE (Street) SAN DIEGO CA 92130 (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol <u>TANDEM DIABETES CARE INC [ TNDM ]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <u>Chief Manufacturing Officer</u>		
			3. Date of Earliest Transaction (Month/Day/Year) 05/15/2024					
			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person		
Rule 10b5-1(c) Transaction Indication <input type="checkbox"/> Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.								

**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	05/15/2024		A		590 <sup>(1)</sup>	A	\$15.64	11,406	D	
Common Stock	05/15/2024		M		168	A	\$0	11,574	D	
Common Stock	05/15/2024		F <sup>(2)</sup>		70	D	\$47.37	11,504	D	
Common Stock	05/15/2024		M		806	A	\$0	12,310	D	
Common Stock	05/15/2024		F <sup>(2)</sup>		334	D	\$47.37	11,976	D	
Common Stock	05/15/2024		M		2,299	A	\$0	14,275	D	
Common Stock	05/15/2024		F <sup>(2)</sup>		951	D	\$47.37	13,324	D	
Common Stock	05/15/2024		M		5,748	A	\$0	19,072	D	
Common Stock	05/15/2024		F <sup>(2)</sup>		2,377	D	\$47.37	16,695	D	

**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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Restricted Stock Unit <sup>(3)</sup>	(4)	05/15/2024		M			168	(5)	(5)	Common Stock	168	\$0	670	D	
Restricted Stock Unit <sup>(6)</sup>	(4)	05/15/2024		M			806	(7)	(7)	Common Stock	806	\$0	3,223	D	
Restricted Stock Unit <sup>(8)</sup>	(4)	05/15/2024		M			2,299	(9)	(9)	Common Stock	2,299	\$0	4,599	D	
Restricted Stock Unit <sup>(10)</sup>	(11)	05/15/2024		M			5,748	(9)	(9)	Common Stock	5,748	\$0	11,497	D	

**Explanation of Responses:**

- The reporting person is voluntarily reporting the acquisition of shares of common stock pursuant to the Tandem Diabetes Care, Inc. Amended and Restated 2013 Employee Stock Purchase Plan (ESPP), for the ESPP purchase period of November 16, 2023 through May 15, 2024. This transaction is also exempt under Rule 16b-3(c).
- Shares withheld by Tandem Diabetes Care, Inc. (the Company) to satisfy tax withholding requirements on vesting of restricted stock units (RSU). No shares were sold.
- Awarded on May 18, 2021 pursuant to the Tandem Diabetes Care, Inc. 2013 Stock Incentive Plan, as amended, and the agreements related thereto (the 2013 Plan).
- Each RSU represents a contingent right to receive either one share of common stock of the Issuer or cash in lieu thereof, at the Issuer's discretion, in accordance with the terms of the 2013 Plan.
- RSU vest as to twenty-five percent (25%) of the total number of shares subject to the RSU on 5/15/2022, and the remaining shares shall vest in twelve (12) equal quarterly installments thereafter.
- Awarded on May 25, 2022 pursuant to the 2013 Plan.
- RSU vest as to thirty-three percent (33%) of the total number of shares subject to the RSU on 5/15/2023, and the remaining shares shall vest in eight (8) equal quarterly installments thereafter.
- Awarded on May 15, 2023 pursuant to the 2013 Plan.

9. RSU vest as to thirty-three percent (33%) of the total number of shares subject to the RSU on 5/15/2024, and the remaining shares shall vest in eight (8) equal quarterly installments thereafter.

10. Awarded on May 25, 2023 pursuant to the Tandem Diabetes Care, Inc. 2023 Long-Term Incentive Plan (the 2023 Plan).

11. Each RSU represents a contingent right to receive either one share of common stock of the Issuer or cash in lieu thereof, at the Issuer's discretion, in accordance with the terms of the 2023 Plan.

**Remarks:**

/s/ Rachel Malina, Attorney-in-Fact for James A. Leal 05/17/2024

\*\* Signature of Reporting Person      Date

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

\* 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).

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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