

DEXCOM INC
Form 8-K/A
January 28, 2009

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

FORM 8-K/A
CURRENT REPORT

Pursuant to Section 13 OR 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported) January 27, 2009

DexCom, Inc.

(Exact name of Registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

000-51222
(Commission
file number)

33-0857544
(I.R.S. Employer
Identification No.)

6340 Sequence Drive

San Diego, CA 92121
(Address of principal executive offices)

92121
(Zip Code)

Registrant's telephone number, including area code (858)-200-0200

N/A

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

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- .. Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

- .. Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

- .. Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

- .. Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 1.01 Entry into a Material Definitive Agreement.

On January 13, 2009, DexCom, Inc. (DexCom) filed a Current Report on Form 8-K (the Original 8-K) describing the Amended and Restated Joint Development Agreement and OUS Commercialization Agreement (collectively, the Agreements) with Animas Corporation (Animas), both of which involve DexCom s continuous glucose monitoring (CGM) technology. Pursuant to the Agreements, Animas will receive an exclusive right to develop and market CGM-enabled ambulatory insulin pumps outside the United States. DexCom is filing this Form 8-K/A to amend the Original 8-K by attaching the Agreements as exhibits to the Original 8-K.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit Number	Description of Exhibit
10.1*	Amended and Restated Joint Development Agreement by and between DexCom, Inc. and Animas Corporation.
10.2*	OUS Commercialization Agreement by and between DexCom, Inc. and Animas Corporation.

* Certain portions have been omitted pursuant to a confidential treatment request. Omitted information has been filed separately with the Securities and Exchange Commission.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

DEXCOM, INC.

Date: January 27, 2009

By: /s/ Steven R. Pacelli
Name: Steven R. Pacelli
Title: Chief Administrative Officer

Exhibit Index

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