

TRUPANION INC.  
Form 5  
February 12, 2016

# FORM 5

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

OMB APPROVAL

OMB Number: 3235-0362  
Expires: January 31, 2005  
Estimated average burden hours per response... 1.0

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).  
Form 3 Holdings Reported Form 4 Transactions Reported

## ANNUAL 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

1. Name and Address of Reporting Person \*  
SUSEN CRAIG  
(Last) (First) (Middle)

2. Issuer Name and Ticker or Trading Symbol  
TRUPANION INC. [TRUP]

3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year)  
12/31/2015

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)  
Chief Technology Officer

6. Individual or Joint/Group Reporting  
(check applicable line)  
 Form Filed by One Reporting Person  
 Form Filed by More than One Reporting Person

C/O TRUPANION, INC., 907 NW BALLARD WAY  
(Street)

SEATTLE, WA 98107  
(City) (State) (Zip)

### 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) (A) or (D) Amount Price	5. Amount of Securities Beneficially Owned at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
---------------------------------	--------------------------------------	--	--------------------------------	---	--	--	---

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 2270 (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	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. I
--	------------------------------------	--------------------------------------	--	--------------------------------	-------------------------	--	---	------

Edgar Filing: TRUPANION INC. - Form 5

Derivative Security				Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	(A)	(D)		(A)	(D)	(A)				
Stock Option (right to buy)	\$ 4.05	Â	Â	Â	Â	Â	02/04/2023	02/04/2023	Common Stock	40,000
Stock Option (right to buy)	\$ 4.8	Â	Â	Â	Â	Â	11/07/2023	11/07/2023	Common Stock	60,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SUSEN CRAIG C/O TRUPANION, INC. 907 NW BALLARD WAY SEATTLE, WA 98107	Â	Â	Â Chief Technology Officer	Â

## Signatures

/s/ Charlotte Sim-Warner as attorney-in-fact for Craig Susen 02/12/2016

\_\_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).

The option vested as to 25% of the total shares on October 1, 2013, and then 2.0833% of the total shares vest monthly thereafter, with (1) 100% of the total shares vested and exercisable on October 1, 2016, subject to the individual's provision of service to the issuer on each vesting date.

(2) Since the date of the reporting person's last ownership report, the reporting person transferred an employee stock option to purchase 6,821 shares of the Issuer's common stock to his ex-wife pursuant to a domestic relations order.

The option vested as to 25% of the total shares on November 8, 2014, and then 2.0833% of the total shares vest monthly thereafter, with (3) 100% of the total shares vested and exercisable on November 8, 2017, subject to the reporting person's provision of service to the issuer on each vesting date.

(4) Since the date of the reporting person's last ownership report, the reporting person transferred an employee stock option to purchase 2,509 shares of the Issuer's common stock to his ex-wife pursuant to a domestic relations order.

Note: File three copies of this Form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure.

## Edgar Filing: TRUPANION INC. - Form 5

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.