

Houk Thomas J  
Form 3  
February 11, 2019

# FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

## INITIAL STATEMENT OF 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 \*

Â Houk Thomas J  
(Last) (First) (Middle)

6100 4TH AVENUE,Â SUITE 200

(Street)

SEATTLE,Â WAAÂ 98108

(City) (State) (Zip)

1. Title of Security  
(Instr. 4)

Common Stock

2. Date of Event Requiring Statement

(Month/Day/Year)  
02/01/2019

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

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_X\_ Officer \_\_\_\_ Other  
(give title below) (specify below)  
Chief Member Exper. Officer

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
\_X\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

### Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities Beneficially Owned  
(Instr. 4)

15,500

3. Ownership Form:  
Direct (D)  
or Indirect (I)  
(Instr. 5)

D Â

4. Nature of Indirect Beneficial Ownership  
(Instr. 5)

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

SEC 1473 (7-02)

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### Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security  
(Instr. 4)

2. Date Exercisable and Expiration Date  
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security  
(Instr. 4)  
Title

4. Conversion or Exercise Price of Derivative Security

5. Ownership Form of Derivative Security:  
Direct (D)

6. Nature of Indirect Beneficial Ownership  
(Instr. 5)

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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â (1)	11/07/2023	Common Stock	5,000	\$ 4.8	D	Â
Stock Option (right to buy)	Â (2)	09/26/2024	Common Stock	35,000	\$ 8.74	D	Â
Stock Option (right to buy)	Â (3)	07/24/2025	Common Stock	9,156	\$ 7.78	D	Â
Stock Option (right to buy)	Â (4)	07/22/2026	Common Stock	7,650	\$ 15.46	D	Â
Stock Option (right to buy)	Â (5)	05/04/2027	Common Stock	23,448	\$ 17.97	D	Â
Restricted Stock Unit (RSU)	Â (6)	02/25/2022	Common Stock	19,512	\$ 0	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Houk Thomas J 6100 4TH AVENUE SUITE 200 SEATTLE, WA 98108	Â	Â	Â Chief Member Exper. Officer	Â

## Signatures

/s/ Charlotte Sim-Warner as attorney-in-fact for Thomas J. Houk 02/11/2019

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) The option vested as to 25% of the total shares on November 8, 2014, and then 2.0833% of the total shares vested monthly thereafter, with 100% of the total shares vested and exercisable on November 8, 2017.
- (2) The option vested as to 25% of the total shares on August 1, 2015, and then 2.0833% of the total shares vested monthly thereafter, with 100% of the total shares vested and exercisable on August 1, 2018.
- (3) The option vests as to 25% of the total shares on July 24, 2016, and then 2.0833% of the total shares vest monthly thereafter, with 100% of the total shares vested and exercisable on July 24, 2019, subject to the reporting person's provision of service to the issuer on each vesting date.
- (4) The option vests as to 25% of the total shares on July 22, 2017, and then 2.0833% of the total shares vest monthly thereafter, with 100% of the total shares vested and exercisable on July 22, 2020, subject to the reporting person's provision of service to the issuer on each vesting date.
- (5) The option vests as to 25% of the total shares on May 4, 2018, and then 2.0833% of the total shares vest monthly thereafter, with 100% of the total shares vested and exercisable on May 4, 2021, subject to the reporting person's provision of service to the issuer on each vesting date.

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- (6) The RSU vests and will convert to common stock of the Issuer as to 1/4th of the total shares on February 25, 2019, after which 1/16th of the total shares vest quarterly, subject to continued service through each vesting date.

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**Remarks:**

TheÂ issuerÂ appointedÂ theÂ reportingÂ personÂ asÂ aÂ SectionÂ 16Â OfficerÂ effectiveÂ onÂ FebruaryÂ 1,Â 2019.

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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