|  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- |
| SEC Form 3 |  |  |  |  |  |  |
| **FORM 3** | **UNITED STATES SECURITIES AND EXCHANGE COMMISSION** |  |  |  |  |  |
|  | Washington, D.C. 20549 |  |  |  |  |  |
|  |  | OMB APPROVAL |  |
|  |  |  |  |
|  | **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF** |  |  |  |  |  |
|  |  | OMB Number: | 3235-0104 |  |  |
|  |  |  |  |  |
|  | **SECURITIES** |  | Estimated average burden |  |
|  |  | hours per response: | 0.5 |  |  |
|  |  |  |  |  |  |  |
|  |  |  |  |  |  |  |



Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

or Section 30(h) of the Investment Company Act of 1940



|  |  |  |
| --- | --- | --- |
| 1. Name and Address of Reporting Person\* | 2. Date of Event |  |
|  |  | [ROCHE KEVIN H](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001024356) | Requiring Statement |  |
|  |  | (Month/Day/Year) |  |
|  |  |  |  | 07/27/2016 |  |

|  |  |  |  |
| --- | --- | --- | --- |
|  | (Last) | (First) | (Middle) |
|  | 1331 TYLER STREET NE, SUITE 200 |
|  |  |  |  |
| (Street) |  |  |
|  | MINNEAPOLIS MN | 55413 |
|  |  |  |  |
|  | (City) | (State) | (Zip) |

3. Issuer Name **and** Ticker or Trading Symbol

[TACTILE SYSTEMS TECHNOLOGY INC](http://www.sec.gov/cgi-bin/browse-edgar?action=getcompany&CIK=0001027838) [ TCMD ]

|  |  |  |  |
| --- | --- | --- | --- |
| 4. Relationship of Reporting Person(s) to Issuer | 5. | If Amendment, Date of Original Filed |  |
| (Check all applicable) |  | (Month/Day/Year) |  |
| X Director | 10% Owner | 07/27/2016 |  |
| Officer (give title | Other (specify |  |  |  |
|  |  |  |
| below) | below) | 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**

|  |  |  |  |
| --- | --- | --- | --- |
| **1. Title of Security (Instr. 4)** | **2. Amount of Securities** | **3. Ownership** | **4. Nature of Indirect Beneficial Ownership** |
|  | **Beneficially Owned (Instr. 4)** | **Form: Direct (D)** | **(Instr. 5)** |
|  |  | **or Indirect (I)** |  |
|  |  | **(Instr. 5)** |  |
|  |  |  |  |

|  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
|  | Common Stock |  |  |  | 189,578 | D |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |
|  |  |  | **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** | **3. Title and Amount of Securities** | **4.** | **5.** | **6. Nature of Indirect** |  |
|  |  |  | **Expiration Date** | **Underlying Derivative Security (Instr. 4)** | **Conversion** | **Ownership** | **Beneficial Ownership** |  |
|  |  |  | **(Month/Day/Year)** |  |  | **or Exercise** | **Form:** | **(Instr. 5)** |  |
|  |  |  |  |  |  |  | **Price of** | **Direct (D)** |  |  |  |
|  |  |  |  |  |  | **Amount** |  |  |  |
|  |  |  |  |  |  | **Derivative** | **or Indirect** |  |  |  |
|  |  |  |  |  |  | **or** | **Security** | **(I) (Instr. 5)** |  |  |  |
|  |  |  |  |  |  | **Number** |  |  |  |  |  |
|  |  |  | **Date** | **Expiration** |  | **of** |  |  |  |  |  |
|  |  |  | **Exercisable** | **Date** | **Title** | **Shares** |  |  |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |
|  | Series B Preferred Stock | (1) | (2) | Common Stock | 5,719 | (1) | D |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |
|  | Stock Option (Right to Buy) | (3) | 12/04/2022 | Common Stock | 4,995 | 0.68 | D |  |  |  |
|  |  |  |  |  |  |  |  |  |  |  |  |
|  | **Explanation of Responses:** |  |  |  |  |  |  |  |  |  |  |

1. Each share of Series B Preferred Stock is convertible at any time at the option of the holder, and will convert automatically into shares of the Issuer's Common Stock on a one-for-one basis in connection with the closing of the Issuer's initial public offering. In addition, the holder is entitled to receive additional shares of common stock equal to the original purchase price per share ($3.8048) divided by the price to the public of the shares of common stock issued in the Issuer's initial public offering and these shares accrue a dividend that is payable-in-kind in shares of the Issuer's common stock.
2. The securities do not have an expiration date. The securities convert automatically into shares of the Issuer's Common Stock on a one-for-one basis in connection with the closing of the Issuer's initial public offering.
3. This option vests as follows: 553 shares vested on December 5, 2012, and the remaining shares vest as to 553 shares each month commencing on January 1, 2013 and continuing until this option is fully vested.

|  |  |  |
| --- | --- | --- |
| /s/ Jonathan R. Zimmerman, | 07/28/2016 |  |
| Attorney-in-Fact |  |  |
|  |  |  |
|  |  |  |  |  |
| \*\* 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 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). Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

**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 Number.**