

**UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

**FORM 8-K**

**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the  
Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported): **September 5, 2018**

**TRUPANION, INC.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction of  
incorporation)

**001-36537**

(Commission  
File Number)

**83-0480694**

(IRS Employer  
Identification No.)

**6100 4th Avenue S, Suite 200**

**Seattle, Washington 98108**

(Address of principal executive offices, including zip code )

**(855) 727 - 9079**

(Registrant's telephone number, including area code)

(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 (see General Instruction A.2. below):

- 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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

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**Item 5.02 Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers**

On September 5, 2018, the board of directors (the "Board") of Trupanion, Inc. (the "Company") appointed Jacqueline Davidson to the Board as a Class I director, effective immediately. Ms. Davidson was also appointed as a member of the Audit Committee of the Board. There is no arrangement or understanding with any person pursuant to which Ms. Davidson was appointed as a member of the Board. There are also no family relationships between Ms. Davidson and any director or executive officer of the Company and she has no direct or indirect material interest in any transaction required to be disclosed pursuant to Item 404(a) of Regulation S-K. The Company entered into its standard form of indemnification agreement with Ms. Davidson. A form of the indemnification agreement was previously filed by the Company as Exhibit 10.1 to the Company's Registration Statement on Form S-1 (File No. 333-196814), originally filed with the Securities and Exchange Commission on June 16, 2014, as amended. Ms. Davidson will participate in the Company's Compensation Program for Non-Employee Directors. The form of the Company's Compensation Program for Non-Employee Directors was previously filed by the Company as Exhibit 10.1 to Form 8-K (File No. 001-36537), originally filed with the Securities and Exchange Commission on February 8, 2018.

On September 7, 2018, the Company announced that Ian Moffat has transitioned from his current role as Chief Operating Officer to head the Company's strategic initiative focusing on the impact pet food has on a pet's health. As a result, Mr. Moffat's duties and responsibilities as Chief Operating Officer will be transitioned to existing Company leaders, effective immediately.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

<u>Exhibit No.</u>	<u>Description</u>
<a href="#">Exhibit 99.1</a>	Press release issued by Trupanion, Inc. dated September 7, 2018

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**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.

**TRUPANION, INC.**

By: /s/ Tricia Plouf  
Name: Tricia Plouf  
Title: Chief Financial Officer

Date: September 7, 2018



## **Trupanion Appoints Jackie Davidson, Former CFO of Market Leader, to Board of Directors**

### *Announces Changes in Executive Roles*

SEATTLE, September 7, 2018 – [Trupanion](#), Inc. (Nasdaq: TRUP) a leader in medical insurance for cats and dogs, announced today the appointment of Jackie Davidson to its Board of Directors, effective September 5, 2018.

With over 25 years of experience as an operating executive for a number of private and public companies, Davidson brings deep financial knowledge and expertise to Trupanion. She has been a key player on innovative leadership teams in SaaS tech businesses and in a variety of other industries. Most recently, she was the CFO at Market Leader which was sold to Trulia.

Darryl Rawlings, CEO of Trupanion commented, "We are very pleased to welcome Jackie to our Board. Jackie is a seasoned financial leader with a strong track record in guiding companies through periods of growth and innovation. We look forward to working closely with Jackie and our board as we continue to grow Trupanion and the broader medical insurance for pets category."

With regards to her appointment, Davidson stated, "Trupanion is leading its category and has amazing potential. I look forward to joining the Board of Directors during an exciting time in the Company's history and leveraging my own experience with companies that were innovating and breaking ground in meaningful ways."

Davidson also serves on the board of BuildPulse and is a member of the Board of Trustees for the Washington CPA Foundation. She also serves on the advisory board of ClientLinkt. She is an investor in Seattle Angel Fund, an NACD Governance Fellow, and a CPA. She is a member of the National Association of Corporate Directors, AICPA, and WSCPA.

In addition, Trupanion announced changes in responsibilities of members of its management team. Ian Moffat, Trupanion's current Chief Operating Officer, will refocus his role internally to head the Company's strategic initiative focusing on the impact pet food has on a pet's health. As a result, Mr. Moffat's operations functions have been absorbed by Trupanion's existing leadership team, primarily between TJ Houk and Margi Tooth, who together have been with the Company for over 10 years.

#### **About Trupanion**

Trupanion is a leader in medical insurance for cats and dogs throughout the United States and Canada. For almost two decades, Trupanion has given pet owners peace of mind so they can focus on their pet's recovery, not financial stress. Trupanion is committed to providing pet owners with the highest value in pet medical insurance with unlimited payouts for the life of their pets. Trupanion is listed on NASDAQ under the symbol "TRUP". The company was founded in 2000 and is headquartered in Seattle, WA. Trupanion policies are issued, in the United States, by its wholly-owned insurance entity American Pet Insurance Company and, in Canada, by Omega General Insurance Company. For more information, please visit [trupanion.com](http://trupanion.com)

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**Investors**

Laura Bainbridge

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