

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL	
OMB Number:	3235-0287
Estimated average burden hours per response:	0.5

1. Name and Address of Reporting Person* <u>RenaissanceRe Ventures Ltd.</u>  (Last) (First) (Middle) <u>12 CROW LANE</u>  (Street) <u>PEMBROKE D0 HM 19</u>  (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>TRUPANION INC. [ TRUP ]</u>  3. Date of Earliest Transaction (Month/Day/Year) <u>07/23/2014</u>  4. If Amendment, Date of Original Filed (Month/Day/Year)	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)  Director <input checked="" type="checkbox"/> 10% Owner  Officer (give title below) Other (specify below)  6. Individual or Joint/Group Filing (Check Applicable Line)  <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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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)			5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	07/23/2014		C		1,999,990	A	(1)	1,999,990 <sup>(2)</sup>	D <sup>(3)</sup>	
Common Stock	07/23/2014		C		464,390	A	(4)	2,464,380 <sup>(5)</sup>	D <sup>(3)</sup>	

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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Series A Convertible Preferred Stock	(1)	07/23/2014		C			1,999,990	(1)	(1)	Common Stock	1,999,990	\$0.00	0	D <sup>(3)</sup>	
Series B Convertible Preferred Stock	(2)	07/23/2014		C			464,390	(4)	(4)	Common Stock	464,390	\$0.00	0	D <sup>(3)</sup>	

1. Name and Address of Reporting Person* <u>RenaissanceRe Ventures Ltd.</u>  (Last) (First) (Middle) <u>12 CROW LANE</u>  (Street) <u>PEMBROKE D0 HM 19</u>  (City) (State) (Zip)	1. Name and Address of Reporting Person* <u>RENAISSANCERE HOLDINGS LTD</u>  (Last) (First) (Middle) <u>12 CROW LANE</u>  (Street) <u>PEMBROKE D0 HM 19</u>  (City) (State) (Zip)	1. Name and Address of Reporting Person* <u>Renaissance Other Investments Holdings II Ltd.</u>  (Last) (First) (Middle) <u>12 CROW LANE</u>
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(Street)		
PEMBROKE	D0	HM 19
(City)	(State)	(Zip)

Explanation of Responses:

- 1. See note (1) on Exhibit 99.1
- 2. See note (2) on Exhibit 99.1
- 3. See note (3) on Exhibit 99.1
- 4. See note (4) on Exhibit 99.1
- 5. See note (5) on Exhibit 99.1

Remarks:

/s/ Andrew Markus, Attorney-in-fact 07/23/2014  
\*\* 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 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).

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.

EXHIBIT 99.1 - EXPLANATION OF RESPONSES

- (1) Each share of the Issuer's Series A Convertible Preferred Stock was converted into one share of the Issuer's common stock immediately prior to the closing of the Issuer's initial public offering and had no expiration date.
- (2) Reflects conversion of the Issuer's Series A Convertible Preferred Stock into common stock of the Issuer on a 1-for-1 basis immediately prior to the closing of the Issuer's initial public offering.
- (3) RenaissanceRe Ventures Ltd. directly owns common stock of the Issuer. Renaissance Other Investments Holdings II Ltd. directly owns 100% of the equity interests of RenaissanceRe Ventures Ltd. RenaissanceRe Holdings Ltd. directly owns 100% of the equity interests of Renaissance Other Investments Holdings II Ltd. and indirectly owns 100% of the equity interests of RenaissanceRe Ventures Ltd. This report shall not be deemed an admission that Renaissance Other Investments Holdings II Ltd. or RenaissanceRe Holdings Ltd. is the beneficial owner of the securities reported herein for purposes of Section 16 of the Securities Exchange Act of 1934, as amended, or for any other purposes.
- (4) Each share of the Issuer's Series B Convertible Preferred Stock was converted into one share of the Issuer's common stock immediately prior to the closing of the Issuer's initial public offering and had no expiration date.
- (5) Reflects conversion of the Issuer's Series B Convertible Preferred Stock into common stock of the Issuer on a 1-for-1 basis immediately prior to the closing of the Issuer's initial public offering.