

**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): August 2, 2016**

**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))
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**Item 2.02 Results of Operations and Financial Condition.**

On August 2, 2016, Trupanion, Inc. (the "Company") issued a press release and will hold a conference call regarding the Company's financial results for the second quarter ended June 30, 2016. A copy of the Company's press release is attached hereto as Exhibit 99.1.

The information furnished with this report, including Exhibit 99.1, shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or otherwise subject to the liabilities of that section, nor shall it be deemed incorporated by reference into any other filing under the Exchange Act or under the Securities Act of 1933, as amended, except as expressly set forth by specific reference in such a filing.

**Item 8.01 Other Events.**

On August 2, 2016, our Board of Directors appointed Chad Cohen, a current member of our Audit Committee, as the Chair of our Audit Committee.

**Item 9.01 Financial Statements and Exhibits.**

**(d) Exhibits**

<u>Exhibit No.</u>	<u>Description</u>
Exhibit 99.1	Press release issued by Trupanion Inc. dated August 2, 2016

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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: August 2, 2016



## **Trupanion Reports Second Quarter 2016 Results**

- *Total revenue of \$45.8 million, up 29% year-over-year (30% on a constant currency basis)*
- *320,896 total enrolled pets at quarter-end, up 23% year-over-year*

SEATTLE, WA. August 2, 2016 -- [Trupanion](#), Inc. (Nasdaq: TRUP), a leading provider of medical insurance for cats and dogs, today announced financial results for the second quarter ended June 30, 2016.

“Trupanion delivered another quarter of consistent financial results with the second quarter marking our 35<sup>th</sup> consecutive quarter of revenue growth in excess of 25%,” said Darryl Rawlings, CEO of Trupanion. “Notably, we achieved positive free cash flow this quarter, a guiding objective since our IPO and one that we are pleased to hit on plan.”

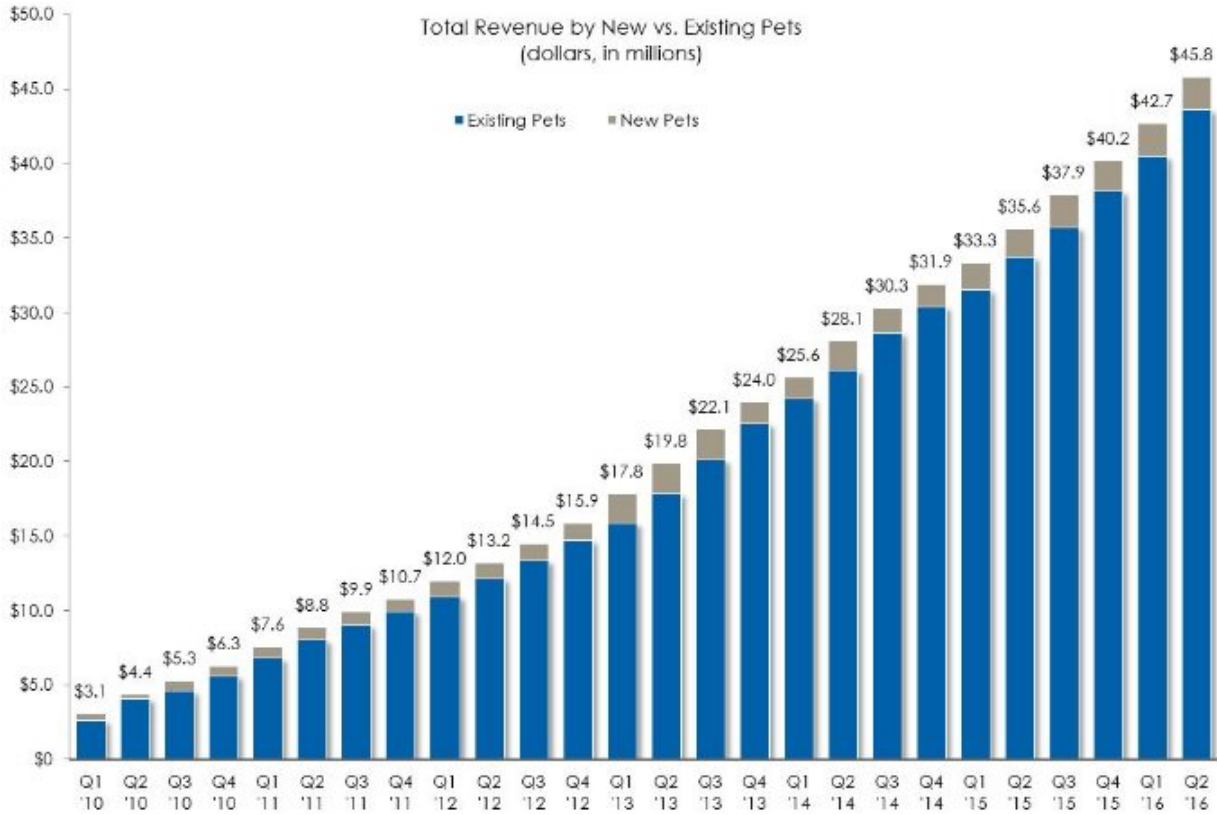
### **Second Quarter 2016 Financial and Business Highlights**

- Total revenue was \$45.8 million, an increase of 29% compared to the second quarter of 2015 (30% on a constant currency basis).
- Total enrolled pets (including pets from our other business segment) was 320,896 at June 30, 2016, up 23% over the prior year period.
- Subscription business revenue was \$42.2 million, an increase of 31% compared to the second quarter of 2015 (32% on a constant currency basis).
- Subscription pets enrolled was 299,856 at June 30, 2016, up 24% over the prior year period.
- Net loss was \$(1.0) million, compared to a net loss of \$(4.6) million in the second quarter of 2015.
- Adjusted EBITDA was \$0.5 million, compared to a loss of \$(3.2) million in the second quarter of 2015.

### **First Half 2016 Financial and Business Highlights**

- Total revenue was \$88.5 million, an increase of 28% compared to the first half of 2015 (30% on a constant currency basis).
  - Subscription business revenue was \$81.3 million, an increase of 31% compared to the first half of 2015 (33% on a constant currency basis).
  - Net loss was \$(3.5) million, compared to a net loss of \$(9.6) million in the first half of 2015.
  - Adjusted EBITDA was a loss of \$(0.5) million, compared to a loss of \$(6.5) million in the first half of 2015.
  - As of June 30, 2016 there were 29.0 million basic shares outstanding and 32.8 million shares outstanding on a fully diluted basis.
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## Revenue by Quarter



## Conference Call

Trupanion's management will host a conference call today to review its second quarter 2016 results. The call is scheduled to begin shortly after 1:30 p.m. PT/ 4:30 p.m. ET. A live webcast will be accessible through the Investor Relations section of Trupanion's website at <http://investors.trupanion.com> and will be archived online for 3 months upon completion of the conference call. Participants can access the conference call by dialing 1-877-407-0784 (United States) or 1-201-689-8560 (International). A telephonic replay of the call will also be available, one hour after the completion of the call, by dialing 1-877-870-5176 (United States) or 1-858-384-5517 (International) and entering the replay pin number: 13641640.

## About Trupanion

Trupanion is a leading provider of 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. Trupanion is listed on the Nasdaq Stock Exchange 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).

## **Forward-Looking Statements**

This press release contains forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities Exchange Act of 1934 relating to, among other things, expectations, plans, prospects and financial results for Trupanion, including, but not limited to, its expectations regarding its ability to execute its business plans and financial objectives and its future operating results and expenditures. These forward-looking statements are based upon the current expectations and beliefs of Trupanion's management as of the date of this press release, and are subject to certain risks and uncertainties that could cause actual results to differ materially from those described in the forward-looking statements. All forward-looking statements made in this press release are based on information available to Trupanion as of the date hereof, and Trupanion has no obligation to update these forward-looking statements.

In particular, the following factors, among others, could cause results to differ materially from those expressed or implied by such forward-looking statements: the ability to achieve or maintain profitability and/or appropriate levels of cash flow in future periods; the accuracy of assumptions used in determining appropriate member acquisition expenditures; the severity and frequency of claims; fluctuations in the Canadian currency exchange rate; the ability to maintain high retention rates; the accuracy of assumptions used in pricing medical plan subscriptions and the ability to accurately estimate the impact of new products or offerings on claims frequency; actual claims expense exceeding estimates; regulatory and other constraints on the ability to institute, or the decision to otherwise delay, pricing modifications in response to changes in actual or estimated claims expense; the effectiveness and statutory or regulatory compliance of our Territory Partner model and of our Territory Partners, veterinarians and other third parties in recommending medical plan subscriptions to potential members; the ability to increase the number of Territory Partners and active hospitals; the ability to protect our proprietary and member information; the ability to maintain our culture and team; the ability to maintain the requisite amount of risk-based capital; the ability to protect and enforce Trupanion's intellectual property rights; third-party claims including litigation and regulatory actions; the ability to recognize benefits from investments in new solutions and enhancements to Trupanion's technology platform and website; and compliance by us and those referring us members with laws and regulations that apply to our business, including the sale of a pet medical plan.

For a detailed discussion of these and other cautionary statements, please refer to the risk factors discussed in filings with the Securities and Exchange Commission (SEC), including but not limited to, Trupanion's Annual Report on Form 10-K for the year ended December 31, 2015 and any subsequently filed reports on Forms 10-Q and 8-K. All documents are available through the SEC's Electronic Data Gathering Analysis and Retrieval system at [www.sec.gov](http://www.sec.gov) or the Investor Relations section of Trupanion's website at <http://investors.trupanion.com>.

## **Non-GAAP Financial Measures**

Trupanion's stated results may include certain non-GAAP financial measures, including, without limitation, free cash flow, acquisition cost, net acquisition cost, cost of goods, variable expenses, fixed expenses, non-GAAP subscription gross profit, non-GAAP gross profit, and adjusted EBITDA. Adjusted EBITDA is a non-GAAP financial measure that Trupanion defines as net loss excluding stock-based compensation expense, depreciation and amortization expense, interest income, interest expense, change in fair value of warrant liabilities, income tax expense (benefit), and (income) loss from equity method investment.

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Trupanion's non-GAAP financial measures may not provide information that is directly comparable to that provided by other companies in its industry as other companies in its industry may calculate or use non-GAAP financial measures differently. In addition, there are limitations in using non-GAAP financial measures because the non-GAAP financial measures are not prepared in accordance with GAAP, may be different from non-GAAP financial measures used by other companies and exclude expenses that may have a material impact on Trupanion's reported financial results. Further, stock-based compensation expense -and other items used in the calculation of various metrics have been and will continue to be for the foreseeable future significant recurring expenses in Trupanion's business. The presentation and utilization of non-GAAP financial measures is not meant to be considered in isolation or as a substitute for the directly comparable financial measures prepared in accordance with GAAP. Trupanion urges its investors to review the reconciliation of its non-GAAP financial measures to the most directly comparable GAAP financial measures in its consolidated financial statements, and not to rely on any single financial or operating measure to evaluate its business, which are included below and on [Trupanion's Investors Relations website](#) .

Because of varying available valuation methodologies, subjective assumptions and the variety of equity instruments that can impact a company's non-cash expenses, Trupanion believes that providing various non-GAAP financial measures that exclude stock-based compensation expense and, in the case of adjusted EBITDA the change in fair value of warrant liabilities, allows for more meaningful comparisons between its operating results from period to period. Trupanion calculates non-GAAP gross profit by subtracting cost of goods and variable expenses from revenue. Cost of goods and variable expenses used in this calculation are non-GAAP measures which exclude stock based compensation expense. Fixed expenses is a non-GAAP measure which excludes stock based compensation expense and depreciation and amortization expense. Trupanion excludes sign-up fee revenue from the calculation of net acquisition cost because it collects sign-up fee revenue from new members at the time of enrollment and considers it to be an offset to a portion of Trupanion's sales and marketing expenses. Trupanion excludes the change in fair value of warrant liabilities from its calculation of adjusted EBITDA in order to eliminate fluctuations caused by changes in its stock price. Trupanion believes this allows it to calculate and present acquisition cost, net acquisition cost and the related financial measures it derives from them, as well as adjusted EBITDA, in a consistent manner across periods. Trupanion's management believes that the non-GAAP financial measures and the related financial measures derived from them are important tools for financial and operational decision-making and for evaluating operating results over different periods of time.

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**Trupanion, Inc.**  
**Consolidated Statements of Operations**  
(in thousands, except for share and per share data)

	Three Months Ended June 30,		Six Months Ended June 30,	
	2016	2015	2016	2015
Revenue:				
Subscription business	\$ 42,162	\$ 32,208	\$ 81,305	\$ 62,264
Other business	3,670	3,379	7,226	6,633
Total revenue	<u>45,832</u>	<u>35,587</u>	<u>88,531</u>	<u>68,897</u>
Cost of revenue:				
Subscription business <sup>(1)</sup>	34,158	26,661	66,361	51,427
Other business	3,408	3,140	6,600	6,102
Total cost of revenue <sup>(2)</sup>	<u>37,566</u>	<u>29,801</u>	<u>72,961</u>	<u>57,529</u>
Gross profit:				
Subscription business	8,004	5,547	14,944	10,837
Other business	262	239	626	531
Total gross profit	<u>8,266</u>	<u>5,786</u>	<u>15,570</u>	<u>11,368</u>
Operating expenses:				
Sales and marketing <sup>(1)</sup>	3,564	3,533	7,404	7,184
Technology and development <sup>(1)</sup>	2,164	2,879	4,451	5,677
General and administrative <sup>(1)</sup>	3,495	3,996	7,217	7,693
Total operating expenses	<u>9,223</u>	<u>10,408</u>	<u>19,072</u>	<u>20,554</u>
Operating loss	(957)	(4,622)	(3,502)	(9,186)
Interest expense	41	40	71	285
Other (income) expense, net	(38)	(15)	(55)	4
Loss before income taxes	(960)	(4,647)	(3,518)	(9,475)
Income tax expense (benefit)	4	(22)	18	86
Net loss	<u>\$ (964)</u>	<u>\$ (4,625)</u>	<u>\$ (3,536)</u>	<u>\$ (9,561)</u>
Net loss per share:				
Basic and diluted	<u>\$ (0.03)</u>	<u>\$ (0.17)</u>	<u>\$ (0.13)</u>	<u>\$ (0.35)</u>
Weighted-average shares used to compute net loss per share:				
Basic and diluted	<u>28,348,348</u>	<u>27,597,721</u>	<u>28,173,798</u>	<u>27,468,231</u>

<sup>(1)</sup> Includes stock-based compensation expense as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2016	2015	2016	2015
Cost of revenue	\$ 66	\$ 58	\$ 132	\$ 127
Sales and marketing	165	110	247	240
Technology and development	36	93	91	214
General and administrative	476	636	969	1,019
Total stock-based compensation expense	<u>\$ 743</u>	<u>\$ 897</u>	<u>\$ 1,439</u>	<u>\$ 1,600</u>

<sup>(2)</sup> The breakout of cost of revenue between claims and other cost of revenue is as follows:

	Three Months Ended June 30,		Six Months Ended June 30,	
	2016	2015	2016	2015
Claims expense	\$ 32,466	\$ 25,487	\$ 63,070	\$ 48,838
Other cost of revenue	5,100	4,314	9,891	8,691
Total cost of revenue	<u>\$ 37,566</u>	<u>\$ 29,801</u>	<u>\$ 72,961</u>	<u>\$ 57,529</u>



**Trupanion, Inc.**  
**Consolidated Balance Sheets**  
(in thousands, except for share data)

	<b>June 30, 2016</b>	<b>December 31, 2015</b>
		<i>(audited)</i>
<b>Assets</b>		
Current assets:		
Cash and cash equivalents	\$ 18,207	\$ 17,956
Short-term investments	27,192	25,288
Accounts and other receivables	9,278	8,196
Prepaid expenses and other assets	1,717	2,193
Total current assets	56,394	53,633
Long-term investments, at fair value	2,500	2,388
Equity method investment	311	300
Property and equipment, net	9,733	9,719
Intangible assets, net	4,882	4,854
Other long term assets	62	23
Total assets	\$ 73,882	\$ 70,917
<b>Liabilities and stockholders' equity</b>		
Current liabilities:		
Accounts payable	\$ 865	\$ 1,289
Accrued liabilities	3,368	4,189
Claims reserve	7,582	6,274
Deferred revenue	12,396	11,042
Deferred tax liabilities	169	169
Other payables	870	654
Total current liabilities	25,250	23,617
Long-term debt	986	-
Deferred tax liabilities	1,433	1,433
Other liabilities	741	511
Total liabilities	28,410	25,561
Stockholders' equity:		
Common stock, \$0.00001 par value per share, 100,000,000 shares authorized at June 30, 2016 and 200,000,000 shares authorized at December 31, 2015, 29,623,633 and 29,002,654 shares issued and outstanding at June 30, 2016; 29,017,168 and 28,396,189 shares issued and outstanding at December 31, 2015.	-	-
Preferred stock: \$0.00001 par value per share, 10,000,000 shares authorized at June 30, 2016 and December 31, 2015, and 0 shares issued and outstanding at June 30, 2016 and December 31, 2015.	-	-
Additional paid-in capital	126,188	122,844
Accumulated other comprehensive loss	(194)	(502)
Accumulated deficit	(77,921)	(74,385)
Treasury stock, at cost: 620,979 shares at June 30, 2016 and December 31, 2015.	(2,601)	(2,601)
Total stockholders' equity	45,472	45,356
Total liabilities and stockholders' equity	\$ 73,882	\$ 70,917

**Trupanion, Inc.**  
**Consolidated Statements of Cash Flows**  
(In thousands)

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2016	2015	2016	2015
<b>Operating activities</b>				
Net loss	\$ (964)	\$ (4,625)	\$ (3,536)	\$ (9,561)
Adjustments to reconcile net loss to cash used in operating activities:				
Depreciation and amortization	739	563	1,524	1,129
Stock-based compensation expense	743	897	1,439	1,600
Other, net	30	3	39	(113)
Changes in operating assets and liabilities:				
Accounts and other receivables	(760)	(998)	(994)	(923)
Prepaid expenses and other assets	310	(228)	463	(380)
Accounts payable	(260)	(165)	(460)	(552)
Accrued liabilities	117	119	(1,150)	(617)
Claims reserve	723	638	1,244	714
Deferred revenue	608	420	1,284	749
Other payables	272	(612)	407	(942)
Net cash provided by (used in) operating activities	<u>1,558</u>	<u>(3,988)</u>	<u>260</u>	<u>(8,896)</u>
<b>Investing activities</b>				
Purchases of investment securities	(7,264)	(7,860)	(11,223)	(11,066)
Maturities of investment securities	5,638	6,021	9,338	10,266
Purchases of property and equipment	(437)	(1,054)	(1,090)	(2,644)
Other	(35)	-	(69)	-
Net cash used in investing activities	<u>(2,098)</u>	<u>(2,893)</u>	<u>(3,044)</u>	<u>(3,444)</u>
<b>Financing activities</b>				
Tax withholding on restricted stock	-	-	-	(384)
Proceeds from exercise of stock options	1,299	434	1,785	801
(Repayment of) proceeds from debt financing	(1)	-	986	(14,900)
Payments of capital lease obligations	(73)	-	(73)	-
Net cash provided by (used in) financing activities	<u>1,225</u>	<u>434</u>	<u>2,698</u>	<u>(14,483)</u>
Effect of foreign exchange rates on cash, net	(4)	110	337	(118)
Net change in cash and cash equivalents	681	(6,337)	251	(26,941)
Cash and cash equivalents at beginning of period	17,526	32,494	17,956	53,098
Cash and cash equivalents at end of period	<u>\$ 18,207</u>	<u>\$ 26,157</u>	<u>\$ 18,207</u>	<u>\$ 26,157</u>

The following tables set forth our key financial and operating metrics:

**Six Months Ended  
June 30,**

	<b>2016</b>	<b>2015</b>
Total pets enrolled (at period end)	320,896	259,948
Total subscription pets enrolled (at period end)	299,856	241,808
Monthly average revenue per pet	\$ 46.77	\$ 44.73
Lifetime value of a pet (LVP)	\$ 622	\$ 570
Average pet acquisition cost (PAC)	\$ 120	\$ 133
Average monthly retention	98.64%	98.67%
Adjusted EBITDA (in thousands)	\$ (544)	\$ (6,498)

**Three Months Ended**

	<b>Jun. 30, 2016</b>	<b>Mar. 30, 2016</b>	<b>Dec. 31, 2015</b>	<b>Sept. 30, 2015</b>	<b>Jun. 30, 2015</b>	<b>Mar. 31, 2015</b>	<b>Dec. 31, 2014</b>	<b>Sept. 30, 2014</b>
Total pets enrolled (at period end)	320,896	307,298	291,818	276,988	259,948	246,106	232,450	221,479
Total subscription pets enrolled (at period end)	299,856	287,123	272,636	258,546	241,808	228,409	215,491	205,194
Monthly average revenue per pet	\$ 47.39	\$ 46.12	\$ 45.48	\$ 45.15	\$ 45.10	\$ 44.34	\$ 44.79	\$ 44.88
Lifetime value of a pet (LVP)	\$ 622	\$ 603	\$ 591	\$ 591	\$ 570	\$ 567	\$ 591	\$ 580
Average pet acquisition cost (PAC)	\$ 118	\$ 123	\$ 132	\$ 129	\$ 133	\$ 134	\$ 145	\$ 115
Average monthly retention	98.64%	98.65%	98.64%	98.66%	98.67%	98.66%	98.69%	98.67%
Adjusted EBITDA (in thousands)	\$ 522	\$ (1,066)	\$ (1,588)	\$ (3,211)	\$ (3,165)	\$ (3,333)	\$ (2,903)	\$ (2,908)

The following table reflects the reconciliation of cash used in operating activities to free cash flow (in thousands):

	<b>Three Months Ended June 30,</b>		<b>Six Months Ended June 30,</b>	
	<b>2016</b>	<b>2015</b>	<b>2016</b>	<b>2015</b>
Net cash provided by (used in) operating activities	\$ 1,558	\$ (3,988)	\$ 260	\$ (8,896)
Purchases of property and equipment	(437)	(1,054)	(1,090)	(2,644)
Free cash flow	<u>\$ 1,121</u>	<u>\$ (5,042)</u>	<u>\$ (830)</u>	<u>\$ (11,540)</u>

The following table reflects the reconciliation of GAAP measures to non-GAAP measures (in thousands, except percentages):

	Three Months Ended		Six Months Ended	
	June 30,		June 30,	
	2016	2015	2016	2015
Claims expense	\$ 32,466	\$ 25,487	\$ 63,070	\$ 48,838
Stock-based compensation expense	(57)	(49)	(115)	(102)
<b>Cost of goods</b>	<b>\$ 32,409</b>	<b>\$ 25,438</b>	<b>\$ 62,955</b>	<b>\$ 48,736</b>
<i>% of revenue</i>	70.7%	71.5%	71.1%	70.7%
Other cost of revenue	\$ 5,100	\$ 4,314	\$ 9,891	\$ 8,691
Stock-based compensation expense	(9)	(9)	(17)	(25)
<b>Variable expenses</b>	<b>\$ 5,091</b>	<b>\$ 4,305</b>	<b>\$ 9,874</b>	<b>\$ 8,666</b>
<i>% of revenue</i>	11.1%	12.1%	11.2%	12.6%
Subscription business gross profit	\$ 8,004	\$ 5,547	\$ 14,944	\$ 10,837
Stock-based compensation expense	66	58	132	127
<b>Non-GAAP subscription business gross profit</b>	<b>\$ 8,070</b>	<b>\$ 5,605</b>	<b>\$ 15,076</b>	<b>\$ 10,964</b>
<i>% of subscription revenue</i>	19.1%	17.4%	18.5%	17.6%
Gross profit	\$ 8,266	\$ 5,786	\$ 15,570	\$ 11,368
Stock-based compensation expense	66	58	132	127
<b>Non-GAAP gross profit</b>	<b>\$ 8,332</b>	<b>\$ 5,844</b>	<b>\$ 15,702</b>	<b>\$ 11,495</b>
<i>% of revenue</i>	18.2%	16.4%	17.7%	16.7%
General and administrative expense	\$ 3,495	\$ 3,996	\$ 7,217	\$ 7,693
Technology and development expense	2,164	2,879	4,451	5,677
Depreciation and amortization expense	(739)	(563)	(1,524)	(1,129)
Stock-based compensation expense	(512)	(729)	(1,060)	(1,233)
<b>Fixed expenses</b>	<b>\$ 4,408</b>	<b>\$ 5,583</b>	<b>\$ 9,084</b>	<b>\$ 11,008</b>
<i>% of revenue</i>	9.6%	15.7%	10.3%	16.0%
Sales and marketing expense	\$ 3,564	\$ 3,533	\$ 7,404	\$ 7,184
Stock-based compensation expense	(165)	(110)	(247)	(240)
<b>Acquisition cost</b>	<b>\$ 3,399</b>	<b>\$ 3,423</b>	<b>\$ 7,157</b>	<b>\$ 6,944</b>
<i>% of revenue</i>	7.4%	9.6%	8.1%	10.1%

The following tables reflect the reconciliation of acquisition cost and net acquisition cost to sales and marketing expense (in thousands):

	Six Months Ended	
	June 30,	
	2016	2015
Sales and marketing expenses	\$ 7,404	\$ 7,184
Excluding:		
Stock-based compensation expense	(247)	(240)
Acquisition cost	7,157	6,944
Net of:		
Sign-up fee revenue	(1,022)	(935)
Other business segment sales and marketing expense	(93)	(56)
Net acquisition cost	\$ 6,042	\$ 5,953

	Three Months Ended							
	Jun. 30,	Mar. 31,	Dec. 31,	Sept. 30,	Jun. 30,	Mar. 31,	Dec. 31,	Sept. 30,
	2016	2016	2015	2015	2015	2015	2014	2014
Sales and marketing expenses	\$ 3,564	\$ 3,840	\$ 3,919	\$ 4,128	\$ 3,533	\$ 3,651	\$ 3,218	\$ 2,934
Excluding:								
Stock-based compensation expense	(165)	(82)	(104)	(102)	(110)	(130)	(147)	(115)
Acquisition cost	3,399	3,758	3,815	4,026	3,423	3,521	3,071	2,819
Net of:								
Sign-up fee revenue	(495)	(527)	(506)	(542)	(451)	(484)	(363)	(425)
Other business segment sales and marketing expense	(55)	(38)	(8)	(16)	(30)	(26)	(30)	(22)
Net acquisition cost	\$ 2,849	\$ 3,193	\$ 3,301	\$ 3,468	\$ 2,942	\$ 3,011	\$ 2,678	\$ 2,372

The following tables reflect the reconciliation of adjusted EBITDA to net loss (in thousands):

	Six Months Ended	
	June 30,	
	2016	2015
Net loss	\$ (3,536)	\$ (9,561)
Excluding:		
Stock-based compensation expense	1,439	1,600
Depreciation and amortization expense	1,524	1,129
Interest income	(49)	(37)
Interest expense	71	285
Change in fair value of warrant liabilities	-	-
Income tax expense	18	86
(Income) loss from equity method investment	(11)	-
Adjusted EBITDA	\$ (544)	\$ (6,498)

	Three Months Ended							
	Jun. 30,	Mar. 31,	Dec. 31,	Sept. 30,	Jun. 30,	Mar. 31,	Dec. 31,	Sept. 30,
	2016	2016	2015	2015	2015	2015	2014	2014
Net loss	\$ (964)	\$ (2,572)	\$ (3,001)	\$ (4,643)	\$ (4,625)	\$ (4,936)	\$ (4,276)	\$ (8,509)
Excluding:								
Stock-based compensation expense	743	696	653	749	897	703	890	2,001
Depreciation and amortization expense	739	785	741	672	563	566	441	505
Interest income	(26)	(23)	(19)	(19)	(18)	(19)	(18)	(20)
Interest expense	41	30	26	14	40	245	103	5,155
Change in fair value of warrant liabilities	-	-	-	-	-	-	-	(2,054)
Income tax expense (benefit)	4	14	12	16	(22)	108	(43)	14
(Income) loss from equity method investment	(15)	4	-	-	-	-	-	-
Adjusted EBITDA	\$ 522	\$ (1,066)	\$ (1,588)	\$ (3,211)	\$ (3,165)	\$ (3,333)	\$ (2,903)	\$ (2,908)

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