IROBOT CORP

Form 4

September 05, 2013

UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB

OMB APPROVAL

Number:

3235-0287

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January 31, 2005

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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

1(b).

(Print or Type Responses)

See Instruction

| 1. Name and Address of Reporting Person * GEISSER ANDREA | | | 2. Issuer Name and Ticker or Trading Symbol IROBOT CORP [IRBT] | 5. Relationship of Reporting Person(s) to Issuer | | |
|--|-------------------------|----|--|---|--|--|
| (Last) | (Last) (First) (Middle) | | 3. Date of Earliest Transaction | (Check all applicable) | | |
| (=10.7) | () | () | (Month/Day/Year) | X Director 10% Owner | | |
| 1192 PARK AVENUE | | | 09/04/2013 | Officer (give title Other (specify below) | | |
| | (Street) | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | |
| | | | Filed(Month/Day/Year) | Applicable Line) _X_ Form filed by One Reporting Person | | |
| NEW YORK | K, NY 10128 | 3 | | Form filed by More than One Reporting Person | | |

| (City) | (State) | (Zip) | Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned |
|--------|---------|-------|--|
| • • | | | Table 1 - Non-Derivative Securities Acquired, Disposed of, or Deficiting 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 on(A) or Dispo (Instr. 3, 4 a | osed of (D) | 5. Amount of Securities Beneficially Owned | 6. Ownership Form: Direct (D) or | 7. Nature of Indirect Beneficial Ownership |
|--------------------------------------|---|---|---|--|-------------------------------|---|----------------------------------|--|
| | | | Code V | | (A) or (D) Price | Following Reported Transaction(s) (Instr. 3 and 4) | Indirect (I) (Instr. 4) | (Instr. 4) |
| Common Stock | 09/04/2013 | | M | 10,000 A | \$ | 26,259 | D | |
| Common Stock | 09/04/2013 | | S | 10,000 I | \$ 33.51 \(\frac{(1)}{2}\) | 16,259 | D | |

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

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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. Transactic Code (Instr. 8) | 5. Number of or 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 Underlying Securities (Instr. 3 and 4) | |
|---|---|--------------------------------------|---|--|--|--|--------------------|---|-------------------------------------|
| | | | | Code V | (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
| Stock Option (Right to buy) | \$ 13.46 | 09/04/2013 | | M | 10,000 | (2) | 06/26/2016 | Common Stock | 10,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|--|---------------|-----------|---------|-------|--|--|
| reporting 6 wher runte / runtess | Director | 10% Owner | Officer | Other | | |
| GEISSER ANDREA 1192 PARK AVENUE NEW YORK, NY 10128 | X | | | | | |

Signatures

/s/ Glen D. Weinstein,
Attorney-in-Fact
09/05/2013

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- The range of prices for the transaction reported on this line was \$33.50 to \$33.55. The average weighted price was \$33.51. The reporting (1) person will provide, upon request by the SEC, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- (2) This option is currently exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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