

IROBOT CORP
Form 3
August 14, 2014

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF 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

(Print or Type Responses)

| | | | | |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * | | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol | |
| Â Cerda Christian | | (Month/Day/Year) | IROBOT CORP [IRBT] | |
| (Last) | (First) | (Middle) | 08/07/2014 | |
| C/O IROBOT CORPORATION, Â 8 CROSBY DRIVE | | | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| (Street) | | | (Check all applicable) | |
| BEDFORD, Â MA Â 01730 | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (City) | (State) | (Zip) | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| | | | (give title below) (specify below) | <input type="checkbox"/> Form filed by More than One Reporting Person |
| | | | SVP & GM, Home Robots | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock | 41,706 ⁽¹⁾ | D | Â |

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

SEC 1473 (7-02)

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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 Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative | 5. Ownership Form of Derivative Security: | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---|---|--|
|---|---|--|---|---|--|

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| | Date Exercisable | Expiration Date | Title | Amount or Number of Shares | Security | Direct (D) or Indirect (I) (Instr. 5) | |
|--------------------------------------|---------------------------|-----------------|--------------|----------------------------|----------|---------------------------------------|---|
| Employee Stock Option (Right to Buy) | 03/08/2013 ⁽²⁾ | 03/08/2020 | Common Stock | 60,000 | \$ 22.86 | D | Â |
| Employee Stock Option (Right to Buy) | 03/07/2014 ⁽²⁾ | 03/07/2021 | Common Stock | 3,163 | \$ 43.35 | D | Â |
| Employee Stock Option (Right to Buy) | 06/06/2014 ⁽²⁾ | 06/06/2021 | Common Stock | 4,025 | \$ 35.43 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Cerda Christian C/O IROBOT CORPORATION 8 CROSBY DRIVE BEDFORD, MA 01730 | Â | Â | Â SVP & GM, Home Robots | Â |

Signatures

/s/ Glen D. Weinstein,
Attorney-in-Fact

08/14/2014

__Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) Includes 30,825 restricted stock units granted pursuant to the iRobot Corporation 2005 Stock Option and Incentive Plan. 22,500 of the restricted stock units vest at a rate of 7,500 on each of March 8, 2015, 2016 and 2017. 8,325 of the restricted stock units vest over a four-year period, at a rate of 25% on each anniversary of the grant date (March 7, 2014). Vested shares will be delivered to the reporting person as soon as practicable following each vesting date, but in no event later than 30 days after such vesting date.
- (2) This option vests over a four-year period, at a rate of twenty-five percent (25%) on the first anniversary of the date in the table, and quarterly thereafter.

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.