SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

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Estimated average burden	

1. Name and Addre	ess of Reporting Perso en Daniel	n*	2. Issuer Name and Ticker or Trading Symbol <u>IROBOT CORP</u> [IRBT]		ionship of Reporting Per all applicable) Director	rson(s) to Issuer 10% Owner
	(2 Data of Earliant Transaction (Manth/Day/Marx)	X	Officer (give title below)	Other (specify below)
(Last) (First) (Middle) C/O IROBOT CORPORATION 8 CROSBY DRIVE			3. Date of Earliest Transaction (Month/Day/Year) 12/18/2009		SVP and Genera	ll Counsel
			4. If Amendment, Date of Original Filed (Month/Day/Year)		dividual or Joint/Group Filing (Check Applicable	
(Street)				Line)	Form filed by One Rep	orting Person
BEDFORD	MA	01730			Form filed by More that Person	
(City)	(State)	(Zip)				

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)	Code (4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	12/18/2009		М		4,702	Α	\$1.87	30,512	D	
Common Stock	12/18/2009		М		10,000	Α	\$0.55	40,512	D	
Common Stock	12/18/2009		S ⁽¹⁾		14,702	D	\$17 ⁽²⁾	25,810	D	

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(e.g., puls, cans, warrants, ophons, 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. Transa Code (8)		of Deri Sec Acq (A) (Disp of (I	umber vative urities uired or oosed D) (Instr. and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		te of Securities		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				
Employee Stock Option (Right to Buy)	\$1.87	12/18/2009		М			4,702	07/03/2001 ⁽³⁾	09/27/2010	Common Stock	4,702	\$0.00	0	D	
Employee Stock Option (Right to Buy	\$0.55	12/18/2009		М			10,000	02/10/2003 ⁽³⁾	12/19/2012	Common Stock	10,000	\$0.00	0	D	

Explanation of Responses:

1. The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on May 11, 2009.

2. The range of prices for the transaction reported on this line was \$17.00 to \$17.05. The average weighted price was \$17.0045. The reporting 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.

3. This option is currently exercisable.

Remarks:

/s/ Glen D. Weinstein

12/21/2009

Date

** Signature of Reporting Person

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

 \ast 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.