SEC Form 3

FORM 3

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

OMB APPROVAL

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

1. Name and Ad <u>Pirjanian P</u>	dress of Reportin ' <mark>aolo</mark>	g r erson	2. Date of Even Requiring State (Month/Day/Yea 11/22/2013	ment	3. Issuer Name <b>and</b> Ticker or Trading Symbol <u>IROBOT CORP</u> [ IRBT ]						
(Last)(First)(Middle)C/O IROBOT CORPORATION8 CROSBY DRIVE					4. Relationship of Reporting Pers (Check all applicable) Director X Officer (give title below)	son(s) to Issuer 10% Owner Other (specify below)		<ul> <li>5. If Amendment, Date of Original Filed (Month/Day/Year)</li> <li>6. Individual or Joint/Group Filing (Check Applicable Line)</li> </ul>			
(Street) BEDFORD MA 01730				SVP and CI	0		X	Form filed by	y One Reporting Person y More than One erson		
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)			4. Nature of Indirect Beneficial Ownership (Instr. 5)			
Common Stock					41,825(1)	D					
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 Securi Underlying Derivative Securit		4. Conversion or Exercise		5. Ownership Form:	6. Nature of Indirect Beneficial Ownership (Instr. 5)		
		Date Exercisable	Expiration Date	n Title	Amount or Number of Shares	Price of Derivative Security		Direct (D) or Indirect (I) (Instr. 5)			
Employee Sto	ck Option (Rig	ght to Buy)	12/07/2013 <sup>(2)</sup>	12/07/2019	9 Common Stock	100,000	18.4	7	D		
Employee Sto	Employee Stock Option (Right to Buy)		03/08/2014 <sup>(3)</sup>	03/08/2020	0 Common Stock	6,450	22.86		D		
Employee Sto	ck Option (Rig	ght to Buy)	10/23/2012 <sup>(4)</sup>	05/06/2021	1 Common Stock	3,834	3.54	4	D		
Employee Sto	ck Option (Rig	ght to Buy)	10/11/2012 <sup>(5)</sup>	06/11/2022	2 Common Stock	27,299	4.81	1 ]	D		

Explanation of Responses:

1. Consists of restricted stock unit awards made pursuant to the iRobot Corporation 2005 Stock Option and Incentive Plan. 30,000 restricted stock units vest over a four-year period, at a rate of twenty-five percent (25%) on each anniversary of the grant date (December 7, 2012). 11,825 restricted stock units vest over a four-year period, at a rate of twenty-five percent (25%) on each anniversary of the grant date (March 8, 2013). 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 each such vesting date.

2. This option vests over a four-year period at a rate of 25% on the date listed in the table, and in equal quarterly installments thereafter.

3. This option vests over a four-year period at a rate of 25% on the date listed in the table, and in equal quarterly installments thereafter.

4. This option vests at a rate of 147 shares on the date listed in the table, and in equal monthly installments over the remaining 25 months.

5. This option vests at a rate of 620 shares on the date listed in the table, and in equal monthly installments over the remaining 43 months.

**Remarks:** 

## <u>/s/ Glen D. Weinstein,</u> <u>Attorney-in-fact</u>

\*\* Signature of Reporting Person

12/02/2013

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 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).

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.

## POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that the undersigned hereby constitutes and appoints Glen D. Weinstein the true and lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for the undersigned and in the undersigned's name, place and stead, in any and all capacities (until revoked in writing) to execute for and on behalf of the undersigned, in any and all of the undersigned's capacities, any and all statements on Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by iRobot Corporation (the "Company") in accordance with Sections 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), and any and all regulations promulgated thereunder, and to file the same, with all exhibits thereto, and any other documents in connection therewith, with the Securities and Exchange Commission, and with any other entity when and if such is mandated by the Exchange Act or by the By-laws of the Financial Industry Regulatory Authority, granting unto said attorney-in-fact and agent full power and authority to do and perform each and every act and thing requisite and necessary fully to all intents and purposes as the undersigned might or could do in person thereby ratifying and confirming all that said attorney-in-fact and agent, or his substitute or substitutes, may lawfully do or cause to be done by virtue hereof.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorney-in-fact.

IN WITNESS WHEREOF, this Power of Attorney has been signed as of November 25, 2013.

Signature: /s/ Paolo Pirjanian

Name: Paolo Pirjanian