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

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1. Name and Address of Reporting Person [*] Moses Robert L.			2. Issuer Name and Ticker or Trading Symbol IROBOT CORP [IRBT]	(Check	ionship of Reporting Perso all applicable) Director Officer (give title	n(s) to Issuer 10% Owner Other (specify	
(Last) (First) C/O IROBOT CORPORATION 8 CROSBY DRIVE		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/05/2011	X	below) President of Gov. &	below)	
(Street) BEDFORD (City)	MA (State)	01730 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indivi Line) X	dual or Joint/Group Filing (Form filed by One Repor Form filed by More than Person	Reporting Person	

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)	3. Transa Code (5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
		(Month/Day/Year)	8) Code	v	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(1) (1150.4)	(Instr. 4)
Common Stock	01/05/2011		М		15,000	Α	\$4.96	26,400	D	
Common Stock	01/05/2011		S ⁽¹⁾		15,000	D	\$25.7155 ⁽²⁾	11,400	D	
Common Stock	01/06/2011		М		1,200	Α	\$4.96	12,600	D	
Common Stock	01/06/2011		S ⁽¹⁾		1,200	D	\$27	11,400	D	

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

	(e.g., puts, cars, 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. Transa Code (8)		n of		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		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)	\$4.96	01/05/2011		М			15,000	02/23/2006 ⁽³⁾	02/23/2015	Common Stock	15,000	\$0.00	1,200	D	
Employee Stock Option (Right to Buy)	\$4.96	01/06/2011		М			1,200	02/23/2006 ⁽³⁾	02/23/2015	Common Stock	1,200	\$0.00	0	D	

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 12, 2010.

2. The range of prices for the transaction reported on this line was \$25.50 to \$25.97. The average weighted price was \$25.7155. 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,

01/06/2011

<u>Attorney-in-Fact</u> ** Signature of Reporting Person

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 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.