# SEC Form 4

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# FORM 4

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

OMB APPROVAL

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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

1. Name and Address of Reporting Person* <u>LEAHY JOHN J</u>			2. Issuer Name <b>and</b> Ticker or Trading Symbol <u>IROBOT CORP</u> [ IRBT ]	(Check	5. Relationship of Reporting Person(s) to Iss (Check all applicable) Director 10% Of				
	Last) (First) (Middle) C/O IROBOT CORPORATION		3. Date of Earliest Transaction (Month/Day/Year) 05/05/2011	X	Officer (give title below) EVP, CFO & Tr	Other (specify below) easurer			
(Street) BEDFORD MA 01730		01730	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person Form filed by More than One Reporting					
(City)	(State)	(Zip)			Person				

#### Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (				5. Amount of Securities Beneficially Owned Following Benorted	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)		(1130.4)
05/05/2011		М		7,831	A	\$7.76	85,106	D	
05/05/2011		М		12,500	A	\$14.05	97,606	D	
05/05/2011		М		11,638	A	\$14.52	109,244	D	
05/05/2011		S		31,969	D	\$32.917(1)	77,275	D	
	Date (Month/Day/Year) 05/05/2011 05/05/2011	Date (Month/Day/Year)Execution Date, if any (Month/Day/Year)05/05/201105/05/201105/05/201105/05/2011	Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transa Code ( 8)   05/05/2011 M   05/05/2011 M   05/05/2011 M	Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8)   05/05/2011 Code V   05/05/2011 M M   05/05/2011 M M   05/05/2011 M M	Date (Month/Day/Year)     Execution Date, if any (Month/Day/Year)     Transaction Code (Instr.     Disposed Of       05/05/2011     Code     V     Amount       05/05/2011     M     M     7,831       05/05/2011     M     M     12,500       05/05/2011     M     M     11,638	Date (Month/Day/Year)     Execution Date, if any (Month/Day/Year)     Transaction Code (Instr.     Disposed Of (D) (Instr.       05/05/2011     Code     V     Amount     (A) or (D)       05/05/2011     M     M     7,831     A       05/05/2011     M     M     12,500     A       05/05/2011     M     M     11,638     A	Date (Month/Day/Year)     Execution Date, if any (Month/Day/Year)     Transaction Code (Instr.     Disposed Of (D) (Instr. 3, 4 and 5)       05/05/2011     Code     V     Amount     (A) or (D)     Price       05/05/2011     M     M     7,831     A     \$7.76       05/05/2011     M     M     12,500     A     \$14.05       05/05/2011     M     M     11,638     A     \$14.52	Date (Month/Day/Year) Execution Date, if any (Month/Day/Year) Transaction Code (Instr. 8) Disposed Of (D) (Instr. 3, 4 and 5) Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)   05/05/2011 M M 7,831 A \$7.76 85,106   05/05/2011 M M 12,500 A \$14.05 97,606   05/05/2011 M M 11,638 A \$14.52 109,244	Date (Month/Day/Year)     Execution Date, if any (Month/Day/Year)     Transaction Code (N     Disposed Of (D) (Instr. 3, 4 and 5)     Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)     Form: Direct (D) or Indirect (N) (Instr. 4)       05/05/2011     M     M     7,831     A     \$7.76     85,106     D       05/05/2011     M     M     12,500     A     \$14.05     97,606     D       05/05/2011     M     M     11,638     A     \$14.52     109,244     D

	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. Transa Code ( 8)		5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		nd 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)	\$7.76	05/05/2011		М			7,831	02/20/2010 <sup>(2)</sup>	02/20/2016	Common Stock	7,831	\$0.00	7,830	D	
Employee Stock Option (Right to Buy)	\$14.05	05/05/2011		М			12,500	06/27/2009 <sup>(2)</sup>	06/27/2015	Common Stock	12,500	\$0.00	62,500	D	
Employee Stock Option (Right to Buy)	\$14.52	05/05/2011		М			11,638	04/02/2011 <sup>(2)</sup>	04/02/2017	Common Stock	11,638	\$0.00	34,912	D	

Explanation of Responses:

1. The range of prices for the transaction reported on this line was \$32.09 to \$33.89. The average weighted price was \$32.917. 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.

2. This option vests over a four-year period, at a rate of twenty-five percent (25%) on the date listed in the table, and quarterly thereafter.

### **Remarks:**

Buy)

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

05/06/2011

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.

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