

LEAHY JOHN J
Form 4
March 22, 2011

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 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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
LEAHY JOHN J

(Last) (First) (Middle)

C/O IROBOT CORPORATION, 8
CROSBY DRIVE

(Street)

BEDFORD, MA 01730

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
IROBOT CORP [IRBT]

3. Date of Earliest Transaction
(Month/Day/Year)
03/18/2011

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
____X____ Officer (give title _____ Other (specify
below) below)

EVP, CFO & Treasurer

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ Form filed by One Reporting Person
____ Form filed by More than One 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. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	03/18/2011		M	13,575	A \$ 14.05	82,531	D
Common Stock	03/18/2011		S ⁽¹⁾	13,575	D \$ 30.0658 ⁽²⁾	68,956	D
Common Stock	03/21/2011		M	13,100	A \$ 14.05	82,056	D
Common Stock	03/21/2011		S ⁽¹⁾	13,100	D \$ 30.0247 ⁽³⁾	68,956	D
	03/22/2011		M	1,407	A \$ 14.05	70,363	D

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Common
Stock

Common Stock	03/22/2011	S ⁽¹⁾	1,407	D	\$ 30.0206 ⁽⁴⁾	68,956	D
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474
(9-02)

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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 14.05	03/18/2011		M		13,575		06/27/2009 ⁽⁵⁾	06/27/2015	Common Stock	13,575
Employee Stock Option (Right to Buy)	\$ 14.05	03/21/2011		M		13,100		06/27/2009 ⁽⁵⁾	06/27/2015	Common Stock	13,100
Employee Stock Option (Right to Buy)	\$ 14.05	03/22/2011		M		1,407		06/27/2009 ⁽⁵⁾	06/27/2015	Common Stock	1,407

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other
EVP, CFO & Treasurer

LEAHY JOHN J
C/O IROBOT CORPORATION
8 CROSBY DRIVE
BEDFORD, MA 01730

Signatures

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

03/22/2011

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 14, 2011.
- The range of prices for the transaction reported on this line was \$30.00 to \$30.15. The average weighted price was \$30.0658. The
- (2) 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.
- The range of prices for the transaction reported on this line was \$30.00 to \$30.11. The average weighted price was \$30.0247. The
- (3) 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.
- The range of prices for the transaction reported on this line was \$30.00 to \$30.09. The average weighted price was \$30.0206. The
- (4) 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.
- (5) 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.

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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