Weinstein Glen Daniel Form 4 April 03, 2012

FORM 4

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

OMB Number:

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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

may continue.

30(h) of the Investment Company Act of 1940 See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Weinstein Glen Daniel

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

IROBOT CORP [IRBT]

(Check all applicable)

(Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year)

Director

10% Owner Other (specify

OMB APPROVAL

Expires:

response...

Estimated average

burden hours per

3235-0287

January 31,

2005

0.5

C/O IROBOT CORPORATION, 8

(Street)

03/30/2012

_X__ Officer (give title

CROSBY DRIVE

SVP and General Counsel

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

below)

BEDFORD, MA 01730

(City)	(State)	(Zip) Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	ion Date 2A. Deemed y/Year) Execution Date, if any (Month/Day/Year)		3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8)			5. Amount of Securities Beneficially Owned Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
				A	(A) or	ъ.	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	03/30/2012		Code V M	Amount 500	(D)	Price \$ 16.03	43,663	D	
Common Stock	03/30/2012		S <u>(1)</u>	500	D	\$ 27.95	43,163	D	
Common Stock	04/01/2012		F(2)	457	D	\$ 26.94	42,706	D	
Common Stock	04/02/2012		M	1,000	A	\$ 4.96	43,706	D	
Common Stock	04/02/2012		S <u>(1)</u>	1,000	D	\$ 27.05	42,706	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. Transactic Code (Instr. 8)	5. Number on f 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 of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amoun or Number of Shares
Employee Stock Option (Right to Buy)	\$ 16.03	03/30/2012		M	500	05/25/2011(4)	05/25/2014	Common Stock	500
Employee Stock Option (Right to Buy)	\$ 4.96	04/02/2012		M	1,000	02/23/2010(4)	02/23/2015	Common Stock	1,000

Reporting Owners

Reporting Owner Name / Address			_	
	Director	10% Owner	Officer	Other
Weinstein Glen Daniel				

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

SVP and General Counsel

Relationships

Reporting Owners 2

Signatures

/s/ Glen D. 04/03/2012 Weinstein

**Signature of Date
Reporting Person

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).
- The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 15, 2010, as amended on February 28, 2012.
- (2) Consists of 457 shares withheld by iRobot Corporation in order to satisfy the minimum tax withholding obligation of the reporting person.
- (3) Consists of 501 shares withheld by iRobot Corporation in order to satisfy the minimum tax withholding obligation of the reporting person.
- (4) This option is currently exercisable.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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