

Cerda Christian
Form 4
March 12, 2019

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Cerda Christian

(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)

03/08/2019

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 below) ____ Other (specify below)

Chief Operating Officer

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)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	03/08/2019		A		7,270 (1)	A	\$ 0	63,336	D
Common Stock	03/09/2019		F(2)		1,218	D	\$ 122.97	62,118	D
Common Stock	03/10/2019		F(2)		1,341	D	\$ 122.97	60,777	D
Common Stock	03/11/2019		F(2)		6,687	D	\$ 122.97	54,090	D
Common Stock	03/12/2019		S(3)		2,396	D	\$ 121.4805 (4)	51,694	D

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Common Stock	03/12/2019	S ⁽³⁾	5,403	D	\$ 122.1718 (5)	46,291	D
Common Stock	03/12/2019	S ⁽³⁾	2,434	D	\$ 123.6492 (6)	43,857	D
Common Stock	03/12/2019	S ⁽³⁾	3,944	D	\$ 124.221 (7)	39,913	D

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 of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Cerda Christian C/O IROBOT CORPORATION 8 CROSBY DRIVE BEDFORD, MA 01730	Chief Operating Officer

Signatures

/s/ Glen D. Weinstein,
Attorney-in-Fact
03/12/2019
Date

**Signature of 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).

(1) Consists of a restricted stock unit award made pursuant to the iRobot Corporation 2018 Stock Option and Incentive Plan. The restricted stock units vest over a four-year period, at a rate of twenty-five percent (25%) on each anniversary of the grant date. 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) Consists of shares sold to satisfy tax withholding obligations upon vesting of Restricted Stock Units.

(3) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 7, 2018.

(4) The range of prices for the transaction reported on this line was \$120.73 to \$121.72. The average weighted price was \$121.4805. 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.

(5) The range of prices for the transaction reported on this line was \$121.76 to \$122.67. The average weighted price was \$122.1718. 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.

(6) The range of prices for the transaction reported on this line was \$122.89 to \$123.87. The average weighted price was \$123.6492. 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.

(7) The range of prices for the transaction reported on this line was \$123.90 to \$124.88. The average weighted price was \$124.221. 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.

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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