

Dean Alison
Form 4
March 19, 2019

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Dean Alison

(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)
03/15/2019

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)

EVP, CFO & Treasurer

6. Individual or Joint/Group Filing(Check Applicable Line)
 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	Price	
Common Stock	03/15/2019		M		1,069	A \$ 34.3	68,765 D
Common Stock	03/15/2019		M		1,075	A \$ 32.38	69,840 D
Common Stock	03/15/2019		M		1,736	A \$ 33.14	71,576 D
Common Stock	03/15/2019		M		1,494	A \$ 37.62	73,070 D
Common Stock	03/15/2019		S ⁽¹⁾		7,040	D \$ 125.3846	66,030 D
						<u>(2)</u>	

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Common Stock	03/15/2019	S ⁽¹⁾	15,585	D	\$ 126.4017 (3)	50,445	D
Common Stock	03/15/2019	S ⁽¹⁾	1,000	D	\$ 126.976 (4)	49,445	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 (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)	Amount or Number of Shares
Employee Stock Option (Right to buy)	\$ 34.3	03/15/2019		M	1,069	(5) 03/06/2022	Common Stock	1,069
Employee Stock Option (Right to buy)	\$ 32.38	03/15/2019		M	1,075	06/05/2015(6) 06/05/2022	Common Stock	1,075
Employee Stock Option (Right to buy)	\$ 33.14	03/15/2019		M	1,736	03/11/2016(6) 03/11/2023	Common Stock	1,736
Employee Stock Option (Right to buy)	\$ 37.62	03/15/2019		M	1,494	06/10/2016(6) 06/10/2023	Common Stock	1,494

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Dean Alison C/O IROBOT CORPORATION 8 CROSBY DRIVE BEDFORD, MA 01730			EVP, CFO & Treasurer	

Signatures

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

03/19/2019

__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 13, 2019.

(2) The range of prices for the transaction reported on this line was \$124.85 to \$125.83. The average weighted price was \$125.3846. 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) The range of prices for the transaction reported on this line was \$125.91 to \$126.90. The average weighted price was \$126.4017. 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.

(4) The range of prices for the transaction reported on this line was \$126.92 to \$127.04. The average weighted price was \$126.9760. 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) This option is currently exercisable.

(6) This option vests over a four-year period, at a rate of twenty-five percent (25%) on the first anniversary of the grant, 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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