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DePietro R	uthann										
Form 4											
January 04,	2012										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION								OMB APPROVAL			
UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							OMB Number:	3235-0287			
Check t				U					Expires:	January 31,	
if no longer subject to STATEMENT OF CHANGES IN BEN						FICL	AL OWN	ERSHIP OF	Estimated average 2005		
Section 16. SEC					CURITIES				burden hours per		
Form 4									response	0.5	
Form 5 obligati							-	Act of 1934,			
may con								1935 or Section	l		
See Inst	ruction	30(h)	of the li	nvestmen	t Compa	ny A	ct of 1940)			
1(b).											
(Print or Type	Responses)										
1 37 1		D *						5 D L () L ()			
DePietro R	Address of Reportin	ig Person _		2. Issuer Name and Ticker or Trading				5. Relationship of Reporting Person(s) to Issuer			
Der letto K	amann		Symbol								
	INSULET CORP [PODD]					(Check all applicable)					
(Last) (First) (Middle)			3. Date of Earliest Transaction								
C/O INSU		TION 0		(Month/Day/Year)				Director 10% Owner X Officer (give title Other (specify			
C/O INSULET CORPORATION, 9 OAK PARK DRIVE				01/03/2012				below) below)			
OAKTAK	K DKI V L							Vice Pre	sident of Qual	ity	
	4. If Amendment, Date Original					6. Individual or Joint/Group Filing(Check					
				Filed(Month/Day/Year)				Applicable Line)			
							K_ Form filed by One Reporting Person Form filed by More than One Reporting				
BEDFURI), MA 01730							Person			
(City)	(State)	(Zip)	Tab	le I - Non-	Derivativ	e Secu	rities Acqu	iired, Disposed of,	or Beneficial	ly Owned	
1.Title of	2. Transaction Da			3.			cquired (A)		6.	7. Nature of	
Security	(Month/Day/Year		n Date, if					Securities Beneficially	Ownership Indirect Form: Beneficial	Indirect Beneficial	
(Instr. 3) any (Month/I			Day/Year)	Code(Instr. 3, 4 and 5)Day/Year)(Instr. 8)				Owned	Direct (D)	Ownership	
		× ·	, ,					Following	or Indirect	(Instr. 4)	
						(A)		Reported	(I) (Instr. 4)		
						or		Transaction(s) (Instr. 3 and 4)	(IIIstr. 4)		
Common				Code V	Amount	(D)	Price	(, ,			
Common Stock	01/03/2012			Μ	1,000	А	\$ 5.94	16,648 <u>(2)</u> <u>(3)</u>	D		
Common	01/03/2012			S <u>(4)</u>	1,000	D	\$	15,648 (2) (3)	D		
Stock					,		19.2601				

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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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. Transacti 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	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 5.94	01/03/2012		М	1,000	(1)	03/06/2016	Common Stock	1,000

Reporting Owners

Reporting Owner Name / Address			Relationships	
	Director	10% Owner	Officer	Other
DePietro Ruthann C/O INSULET CORPORATION 9 OAK PARK DRIVE BEDFORD, MA 01730			Vice President of Quality	
Signatures				

/s/ R. Anthony Diehl, attorney in fact <u>**Signature of Reporting Person</u> 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).

This option may be exercised at any time, whether vested or not, but, upon termination of employment, we may repurchase any unvested shares at the exercise price paid for the shares. This option is subject to a four-year vesting period, with 25% of the total award vesting

(1) Shares at the exercise pirce part for the shares. This option is subject to a rour-year vesting period, with 25% of the total award vesting one year after the grant date and the remainder vesting in equal monthly installments each month thereafter for 36 months, subject to continued employment.

Includes 5,334 restricted stock units granted on March 1, 2010 which vest one-half of the total units on March 1, 2012 and one-half on March 1, 2013; and 8,000 restricted stock units granted on March 1, 2011 which vest one-third of the total units on March 1, 2012 and one-third each on March 1, 2013 and March 1, 2014. Vested shares will be delivered to the reporting person as soon as practiable

- following a vesting date.
- (3) Includes an aggregate of 495 shares acquired under the Insulet Corporation 2007 Employee Stock Purchase Plan: 20 shares acquired on December 31, 2007; 48 shares acquired on June 30, 2008; 100 shares acquired on December 31, 2008; 99 shares acquired on June 30, 2009; 53 shares acquired on December 31, 2009; 51 shares acquired on June 30, 2010; 49 shares acquired on December 31, 2010; 35

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shares acquired on June 30, 2011; and 40 shares acquired on December 30, 2011.

(4) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 15, 2011.

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.