Edgar Filing: ROBERTS BRIAN K - Form 4

ROBERTS B Form 4										
Form 4 April 03, 2013 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).							NERSHIP OF ge Act of 1934, f 1935 or Sectio	Number: 3235-0287 Number: January 31, 2005 Estimated average burden hours per response 0.5		
(Print or Type R	esponses)									
ROBERTS BRIAN K Symbo			2. Issuer Name and Ticker or Trading ymbol NSULET CORP [PODD]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) C/O INSULI OAK PARK	ET CORPORATI	(Month/D	-	ansaction			Director X Officer (give below)	10%	6 Owner er (specify	
			ndment, Date Original hth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
BEDFORD,	MA 01730						Person	More than One Ro	eporting	
(City)	(State) (Zip) Table	e I - Non-De	erivative S	Securi	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3, Amount	l (A) o l of (D)	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	04/01/2013		F	2,041 (1)	D	\$ 26	99,216 <u>(2)</u>	D		

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
 (e.g., puts, calls, warrants, options, convertible securities)

1. Title c Derivativ Security (Instr. 3)	ve Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transact Code (Instr. 8)	5. iorNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	;	Date	Amou Unde Secur	le and unt of rlying rities (1, 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code N		Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
ROBERTS BRIAN K C/O INSULET CORPORATION 9 OAK PARK DRIVE BEDFORD, MA 01730			Chief Financial Officer				
Signatures							
/s/ R. Anthony Diehl, attorney in fact	(04/03/2013					
<pre>**Signature of Reporting Person</pre>		Date					
Evenlay attack of Deer							

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) This transaction represents the withholding of shares received upon the vesting of restricted stock units to cover the associated tax obligations.

Includes 8,000 restricted stock units granted on March 1, 2011 which vest on March 1, 2014; 3,750 restricted stock units granted on March 1, 2011 which vest on December 31, 2013; 18,750 restricted stock units granted on April 1, 2012 which vest one-third of the total

(2) units on April 1, 2014, one-third of the total units on April 1, 2015 and one-third of the total units on April 1, 2016; and 30,000 restricted stock units granted on March 1, 2013 which vest one-quarter of the total units on March 1, 2014, one-quarter of the total units on March 1, 2015, one-quarter of the total units on March 1, 2016 and one-quarter of the total units on March 1, 2017. Vested shares will be delivered to the reporting person as soon as practicable following a vesting date.

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.