

Brooks Rodney A  
Form 4  
May 25, 2011

**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 \*  
Brooks Rodney A

(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)

05/24/2011

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)

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 | (A) or (D)<br>Price             |                                                                                               |                                                          |                                                       |
| Common Stock                    | 05/24/2011                           |                                                    | S <sup>(1)</sup>               |                                                                   | 1,000  | D<br>\$<br>31.099<br><u>(2)</u> | 537,359                                                                                       | D                                                        |                                                       |
| Common Stock                    | 05/24/2011                           |                                                    | S <sup>(1)</sup>               |                                                                   | 1,000  | D<br>\$<br>31.106<br><u>(3)</u> | 536,359                                                                                       | D                                                        |                                                       |
| Common Stock                    | 05/24/2011                           |                                                    | S <sup>(1)</sup>               |                                                                   | 1,000  | D<br>\$<br>31.109<br><u>(4)</u> | 535,359                                                                                       | D                                                        |                                                       |
| Common Stock                    | 05/25/2011                           |                                                    | S <sup>(1)</sup>               |                                                                   | 1,000  | D<br>\$<br>31.649               | 534,359                                                                                       | D                                                        |                                                       |

# Edgar Filing: Brooks Rodney A - Form 4

|              |            |                         |       |   |                                              |         |   |
|--------------|------------|-------------------------|-------|---|----------------------------------------------|---------|---|
| Common Stock | 05/25/2011 | <u>S</u> <sup>(1)</sup> | 1,000 | D | <sup>(5)</sup><br>\$ 31.65<br><sup>(6)</sup> | 533,359 | D |
| Common Stock | 05/25/2011 | <u>S</u> <sup>(1)</sup> | 1,000 | D | \$<br>31.651<br><sup>(7)</sup>               | 532,359 | 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.**

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 |
| Brooks Rodney A<br>C/O IROBOT CORPORATION<br>8 CROSBY DRIVE<br>BEDFORD, MA 01730 | X                                |

## Signatures

/s/ Glen D. Weinstein,  
Attorney-in-Fact 05/25/2011

\_\_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 June 14, 2010.

The range of prices for the transaction reported on this line was \$30.90 to \$31.50. The average weighted price was \$31.099. The reporting person will provide, upon request by the Securities Exchange Commission, 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 \$30.92 to \$31.50. The average weighted price was \$31.106. The reporting person will provide, upon request by the Securities Exchange Commission, 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 \$30.94 to \$31.50. The average weighted price was \$31.109. 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 \$31.32 to \$31.79. The average weighted price was \$31.649. The reporting person will provide, upon request by the Securities Exchange Commission, 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 \$31.32 to \$31.79. The average weighted price was \$31.65. The reporting person will provide, upon request by the Securities Exchange Commission, 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 \$31.32 to \$31.79. The average weighted price was \$31.651. The reporting person will provide, upon request by the Securities Exchange Commission, 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.

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.