

INSULET CORP  
Form 8-K  
June 27, 2014

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

FORM 8-K

CURRENT REPORT  
PURSUANT TO SECTION 13 OR 15(d) OF  
THE SECURITIES EXCHANGE ACT OF 1934  
Date of Report (Date of earliest event reported): June 23, 2014

INSULET CORPORATION  
(Exact Name of Registrant as Specified in Charter)

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| Delaware<br>(State or Other<br>Jurisdiction<br>of Incorporation) | 001-33462<br><br>(Commission<br>File Number) | 04-3523891<br><br>(IRS Employer<br>Identification No.) |
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9 Oak Park Drive  
Bedford, Massachusetts 01730  
(Address of Principal Executive Offices, including Zip Code)

Registrant's telephone number, including area code: (781) 457-5000

Not Applicable  
(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- ..  Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- ..  Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- ..  Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- ..  Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 8.01. Other Events.

On June 23, 2014, Insulet Corporation (the “Company”) entered into a Settlement and License Agreement (the “Settlement Agreement”) with Becton, Dickinson and Company (“BD”) to settle the pending patent infringement lawsuit brought by BD against the Company.

In exchange for a release of claims, covenant not to sue and license to the patents in suit from BD, the Settlement Agreement provides that the Company will make a one-time payment of \$5 million to BD (the “Settlement Payment”) and give BD a license to a single Company patent relating to an environmental seal for a fluid delivery device. In addition to the Settlement Payment, it is expected that the Company’s legal and other expenses associated with the lawsuit will be up to approximately \$2.0 million in the second quarter of 2014.

Following the Company’s payment of the Settlement Payment, the parties will promptly move to dismiss the pending lawsuit by BD.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned thereunto duly authorized.

INSULET CORPORATION

June 27, 2014

By: /s/ Brian Roberts  
Chief Financial Officer