

FLOWERS JEFFRY  
Form 4  
June 07, 2012

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
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 \*  
FLOWERS JEFFRY

(Last) (First) (Middle)

C/O CARBONITE, INC., 177  
HUNTINGTON AVENUE

(Street)

BOSTON, MA 02115

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
Carbonite Inc [CARB]

3. Date of Earliest Transaction  
(Month/Day/Year)

06/05/2012

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)

Chief Architect

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 Ownership (Instr. 4)
				(A) or (D)	Price		
			Code	V	Amount		
Common Stock	06/05/2012 <sup>(1)</sup>		S		3,087	D	
					\$ 7.464 <sub>(2)</sub>		
					792,453	D	
Common Stock	06/05/2012 <sup>(1)</sup>		S		82	D	By Trust <sub>(3)</sub>
					\$ 7.464 <sub>(2)</sub>		
					108,464	I <sub>(3)</sub>	
Common Stock	06/05/2012 <sup>(1)</sup>		S		318	D	By Trust <sub>(4)</sub>
					\$ 7.464 <sub>(2)</sub>		
					119,874	I <sub>(4)</sub>	
Common Stock	06/05/2012 <sup>(1)</sup>		S		82	D	By Trust <sub>(5)</sub>
					\$ 7.464 <sub>(2)</sub>		
					108,464	I <sub>(5)</sub>	
Common Stock	06/05/2012 <sup>(1)</sup>		S		318	D	By Trust <sub>(6)</sub>
					\$ 7.464 <sub>(2)</sub>		
					119,874	I <sub>(6)</sub>	

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Common Stock	06/05/2012 <sup>(1)</sup>		S	112	D	\$ 7,464 (2)	42,055	I (7)	By Trust (7)
Common Stock	06/05/2012 <sup>(1)</sup>		S	112	D	\$ 7,464 (2)	42,055	I (8)	By Trust (8)
Common Stock	06/06/2012 <sup>(1)</sup>		S	3,087	D	\$ 7.9253 (9)	789,366	D	
Common Stock	06/06/2012 <sup>(1)</sup>		S	82	D	\$ 7.9253 (9)	108,382	I (3)	By Trust (3)
Common Stock	06/06/2012 <sup>(1)</sup>		S	318	D	\$ 7.9253 (9)	119,556	I (4)	By Trust (4)
Common Stock	06/06/2012 <sup>(1)</sup>		S	82	D	\$ 7.9253 (9)	108,382	I (5)	By Trust (5)
Common Stock	06/06/2012 <sup>(1)</sup>		S	318	D	\$ 7.9253 (9)	119,556	I (6)	By Trust (6)
Common Stock	06/06/2012 <sup>(1)</sup>		S	112	D	\$ 7.9253 (9)	41,943	I (7)	By Trust (7)
Common Stock	06/06/2012 <sup>(1)</sup>		S	112	D	\$ 7.9253 (9)	41,943	I (8)	By Trust (8)
Common Stock							28,839	I (10)	By Spouse (10)

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 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 Transaction (Instr. 6)
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The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$7.48 to \$8.22, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

- (10) These shares are owned by Laurie Flowers. The reporting person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for Section 16 or any other purpose.

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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