

Carbonite Inc  
 Form 3  
 November 03, 2014

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â HUDSON CASSANDRA		(Month/Day/Year)	Carbonite Inc [CARB]	
(Last)	(First)	(Middle)	10/28/2014	
C/O CARBONITE, INC., Â TWO AVENUE DE LAFAYETTE			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)				(Check all applicable)
BOSTON, Â MA Â 02111			<input type="checkbox"/> Director	<input type="checkbox"/> 10% Owner
(City)	(State)	(Zip)	<input checked="" type="checkbox"/> Officer	<input type="checkbox"/> Other
			(give title below)	(specify below)
			Chief Accounting Officer	6. Individual or Joint/Group Filing(Check Applicable Line)
				<input checked="" type="checkbox"/> Form filed by One Reporting Person
				<input type="checkbox"/> Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Beneficially Owned**

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	8,072 <sup>(1)</sup>	D	Â

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

SEC 1473 (7-02)

**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 Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative	5. Ownership Form of Derivative Security:	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (right to buy)	Â (2)	10/20/2020	Common Stock	937	\$ 5.15	D	Â
Stock Option (right to buy)	Â (3)	07/20/2021	Common Stock	2,187	\$ 10	D	Â
Stock Option (right to buy)	Â (4)	01/24/2022	Common Stock	6,000	\$ 10.26	D	Â
Stock Option (right to buy)	Â (5)	10/17/2022	Common Stock	95	\$ 6.63	D	Â
Stock Option (right to buy)	Â (6)	05/01/2023	Common Stock	10,000	\$ 10.32	D	Â

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HUDSON CASSANDRA C/O CARBONITE, INC. TWO AVENUE DE LAFAYETTE BOSTON, MA 02111	Â	Â	Â Chief Accounting Officer	Â

## Signatures

/s/ Danielle Sheer, by power of attorney  
11/03/2014

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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) Reflects the grant of restricted stock units. The restricted stock units vest in 4 equal annual installments beginning on June 11, 2015 and will be settled on each applicable vest date in shares of the issuer's common stock.
- (2) Represents 937 shares of common stock currently exercisable.
- (3) This option is currently exercisable as to 1,250 shares of common stock and becomes exercisable as to the remaining underlying shares of common stock in 3 equal quarterly installments beginning on January 20, 2015.
- (4) This option is currently exercisable as to 4,125 shares of common stock and becomes exercisable as to the remaining underlying shares of common stock in 5 equal quarterly installments beginning on January 24, 2015.
- (5) Represents 95 shares of common stock currently exercisable.
- (6) This option is currently exercisable as to 3,750 shares of common stock and becomes exercisable as to the remaining underlying shares of common stock in 10 equal quarterly installments beginning on February 1, 2015.

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.