IROBOT CORP

Form 4

September 07, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB 3235-0287

OMB APPROVAL

Number:

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January 31, 2005

0.5

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if no longer subject to Section 16. Form 4 or Form 5

Check this box

obligations

may continue. See Instruction 1(b).

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

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * Brooks Rodney A

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Middle)

IROBOT CORP [IRBT]

(Check all applicable)

C/O IROBOT CORPORATION, 63

(First)

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

X Director X_ Officer (give title

10% Owner Other (specify

SOUTH AVENUE

09/05/2006

below)

Chief Technology Officer

(Street)

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

BURLINGTON, MA 01803

(City)	(State)	(Zip) 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)			5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Common Stock	09/05/2006		S(1)	300	D	\$ 17.76	1,776,480	D	
Common Stock	09/05/2006		S(1)	100	D	\$ 17.7	1,776,380	D	
Common Stock	09/05/2006		S(1)	100	D	\$ 17.86	1,776,280	D	
Common Stock	09/05/2006		S(1)	100	D	\$ 17.84	1,776,180	D	
Common Stock	09/05/2006		S <u>(1)</u>	100	D	\$ 17.73	1,776,080	D	

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Common Stock	09/05/2006	S <u>(1)</u>	475	D	\$ 17.85	1,775,605	D
Common Stock	09/05/2006	S <u>(1)</u>	200	D	\$ 17.83	1,775,405	D
Common Stock	09/05/2006	S <u>(1)</u>	100	D	\$ 17.95	1,775,305	D
Common Stock	09/05/2006	S(1)	100	D	\$ 17.91	1,775,205	D
Common Stock	09/05/2006	S <u>(1)</u>	100	D	\$ 17.93	1,775,105	D
Common Stock	09/05/2006	S <u>(1)</u>	100	D	\$ 17.81	1,775,005	D
Common Stock	09/05/2006	S <u>(1)</u>	50	D	\$ 17.79	1,774,955	D
Common Stock	09/05/2006	S <u>(1)</u>	50	D	\$ 17.8	1,774,905	D
Common Stock	09/06/2006	S <u>(1)</u>	100	D	\$ 17.72	1,774,805	D
Common Stock	09/06/2006	S <u>(1)</u>	200	D	\$ 17.86	1,774,605	D
Common Stock	09/06/2006	S <u>(1)</u>	375	D	\$ 17.82	1,774,230	D
Common Stock	09/06/2006	S <u>(1)</u>	200	D	\$ 17.8	1,774,030	D
Common Stock	09/06/2006	S <u>(1)</u>	200	D	\$ 17.83	1,773,830	D
Common Stock	09/06/2006	S <u>(1)</u>	100	D	\$ 17.92	1,773,730	D
Common Stock	09/06/2006	S <u>(1)</u>	200	D	\$ 17.89	1,773,530	D
Common Stock	09/06/2006	S <u>(1)</u>	100	D	\$ 17.77	1,773,430	D
Common Stock	09/06/2006	S <u>(1)</u>	200	D	\$ 17.79	1,773,230	D
Common Stock	09/06/2006	S <u>(1)</u>	200	D	\$ 17.91	1,773,030	D

Common Stock

232,055 I

By The Rodney Brooks 2000 Family Irrevocable Trust (2)

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

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SEC 1474 (9-02)

9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerci	sable and	7. Title	and	8. Price of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transact	iorNumber	Expiration Da	te	Amoun	nt of	Derivative
Security	or Exercise		any	Code	of	(Month/Day/Y	(ear)	Underl	ying	Security
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securit	ies	(Instr. 5)
	Derivative				Securities			(Instr. 3	3 and 4)	
	Security				Acquired					
					(A) or					
					Disposed					
					of (D)					
					(Instr. 3,					
					4, and 5)					
									Amount	
						Date	Expiration		or	
						Exercisable	Date		Number	
									of	
				Code V	$^{\prime}$ (A) (D)				Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Brooks Rodney A C/O IROBOT CORPORATION 63 SOUTH AVENUE BURLINGTON, MA 01803	X		Chief Technology Officer				

Signatures

/s/ Glen D. Weinstein,
Attorney-in-Fact
09/07/2006

**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 August 3, 2006
- The reporting person disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein, if any, and (2) this report shall not be deemed an admission that the reporting person is the beneficial owner of all of the reported shares for purposes of Section 16 or any other purpose.

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