

CHWANG RONALD
Form 4
March 09, 2007

FORM 4

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

OMB APPROVAL

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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 *
CHWANG RONALD

(Last) (First) (Middle)

C/O ID VENTURES AMERICA, LLC, 5201 GREAT AMERICA PARKWAY, SUITE 720

(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
IROBOT CORP [IRBT]

3. Date of Earliest Transaction (Month/Day/Year)
03/07/2007

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)	Price			
Common Stock	03/07/2007		J ⁽¹⁾	V	146,303	A	\$ 0	154,303	D	
Common Stock	03/07/2007		S ⁽²⁾		5,000	D	\$ 15	2,246,744	I	See Footnote (3)
Common Stock	03/07/2007		S ⁽²⁾		3,600	D	\$ 15.11	2,243,144	I	See Footnote (3)
Common Stock	03/07/2007		J ⁽⁴⁾	V	1,706,136	D	\$ 0	537,008	I	See Footnote (3)
Common Stock	03/07/2007		J ⁽¹⁾	V	46,147	A	\$ 0	46,147	I	By Chwang-Seto

								Family Trust (5)
Common Stock	03/08/2007	S(2)	5,000	D	\$ 15.05	532,008	I	See Footnote (3)
Common Stock	03/08/2007	S(2)	9,000	D	\$ 15.08	523,008	I	See Footnote (3)

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

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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 Owned Following Reporting 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

CHWANG RONALD
C/O ID VENTURES AMERICA, LLC
5201 GREAT AMERICA PARKWAY, SUITE 720
SANTA CLARA, CA 95054

X

Signatures

/s/ Glen D. Weinstein,
Attorney-in-Fact

03/09/2007

__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) These shares were received by the reporting person in his capacity as a partner of one or more of the funds described in footnote 3.
- (2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by IP Fund One, L.P. on March 5, 2007.
Consists of shares held indirectly by Acer Technology Ventures Management, LLC as sole general partner of Acer Technology Ventures Fund, L.P., Acer Technology Ventures America, LLC as general partner for IP Fund One, L.P. and iD America 1, LLC as sole general partner for iD6 Fund, L.P. The reporting person is a principal of each of Acer Technology Ventures Management, LLC, Acer Technology Ventures America, LLC and iD America 1, LLC. The reporting person disclaims beneficial ownership of such shares except to the extent of his pecuniary interest, if any, and 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.
- (3) Pro-rata distribution in-kind without consideration to the partners of the following funds: 1,658,136 shares to the partners of Acer Technology Ventures Fund, L.P.; and 48,000 to the partners of iD6 Fund, L.P.
The reporting person disclaims beneficial ownership of such shares except to the extent of his pecuniary interest, if any, and 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.
- (4) 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.

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.