IROBOT CORP

Form 4

November 09, 2006

FORM 4

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

OMB APPROVAL OMB

Number: Expires:

3235-0287 January 31,

if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to **SECURITIES** Section 16.

2005 Estimated average burden hours per

Person

response... 0.5

Form 4 or Form 5 obligations may continue. See Instruction

Check this box

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

1(b).

(Print or Type Responses)

| 1. Name and Address of Reporting Person ** White Gregory Francis | | | 2. Issuer Name and Ticker or Trading Symbol | 5. Relationship of Reporting Person(s) to Issuer | | | |
|--|---------|----------|--|--|--|--|--|
| | | | IROBOT CORP [IRBT] | (Check all applicable) | | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction | | | | |
| | | | (Month/Day/Year) | Director 10% Owner | | | |
| C/O IROBOT CORPORATION, 63 SOUTH AVENUE | | | 11/07/2006 | _X_ Officer (give title Other (specify | | | |
| | | | | below) below) | | | |
| 50011111 | 21,02 | | | President of Home Robots Div. | | | |
| (Street) | | | 4. If Amendment, Date Original | 6. Individual or Joint/Group Filing(Check | | | |
| | | | Filed(Month/Day/Year) | Applicable Line) | | | |
| | | | | _X_ Form filed by One Reporting Person | | | |
| BURLINGTON MA 01803 | | | | Form filed by More than One Reporting | | | |

BURLINGTON, MA 01803

| (City) | (State) | (Zip) Tab | le I - Non-l | Derivative | Secu | rities Acc | quired, Disposed | of, or Benefic | ially 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. Securi on(A) or D (Instr. 3, | ispose | d of (D) | 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) |
| Common Stock | | | | | () | | 198,546 | D | |
| Common Stock | 11/07/2006 | | S | 500 | D | \$ 18.85 | 179,220 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/07/2006 | | S | 300 | D | \$ 18.88 | 178,920 | I | By Vision 2005 Investment Partners L.P. (1) |

| Common Stock | 11/07/2006 | S | 600 | D | \$ 18.89 | 178,320 | I | By Vision 2005 Investment Partners L.P. (1) |
|-----------------|------------|---|-------|---|-------------|---------|---|---|
| Common Stock | 11/07/2006 | S | 1,100 | D | \$ 18.9 | 177,220 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/07/2006 | S | 895 | D | \$ 18.91 | 176,325 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/07/2006 | S | 295 | D | \$ 18.92 | 176,030 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/07/2006 | S | 800 | D | \$ 18.93 | 175,230 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/07/2006 | S | 960 | D | \$ 18.95 | 174,270 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/07/2006 | S | 700 | D | \$ 18.96 | 173,570 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/07/2006 | S | 1,472 | D | \$ 18.97 | 172,098 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/07/2006 | S | 1,833 | D | \$ 18.98 | 170,265 | I | By Vision 2005 Investment Partners L.P. (1) |
| | 11/07/2006 | S | 2,645 | D | | 167,620 | I | |

| Common Stock | | | | | \$ 18.99 | | | By Vision 2005 Investment Partners L.P. (1) |
|-----------------|------------|---|-------|---|-------------|---------|---|---|
| Common Stock | 11/07/2006 | S | 1,800 | D | \$ 19 | 165,820 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/07/2006 | S | 300 | D | \$ 19.02 | 165,520 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/07/2006 | S | 200 | D | \$ 19.12 | 165,320 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/07/2006 | S | 400 | D | \$ 19.35 | 164,920 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/07/2006 | S | 200 | D | \$ 19.38 | 164,720 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/08/2006 | S | 300 | D | \$ 18.85 | 164,420 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/08/2006 | S | 100 | D | \$ 18.88 | 164,320 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/08/2006 | S | 100 | D | \$ 18.9 | 164,220 | I | By Vision 2005 Investment Partners L.P. (1) |
| | 11/08/2006 | S | 100 | D | | 164,120 | I | |

| Common Stock | | | | | \$ 18.94 | | | By Vision 2005 Investment Partners L.P. (1) |
|-----------------|------------|---|-------|---|-------------|---------|---|---|
| Common Stock | 11/08/2006 | S | 1,779 | D | \$ 18.95 | 162,341 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/08/2006 | S | 2,200 | D | \$ 18.96 | 160,141 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/08/2006 | S | 1,432 | D | \$ 18.97 | 158,709 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/08/2006 | S | 3,468 | D | \$ 18.98 | 155,241 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/08/2006 | S | 3,600 | D | \$ 18.99 | 151,641 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/08/2006 | S | 5,221 | D | \$ 19 | 146,420 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/08/2006 | S | 100 | D | \$ 19.01 | 146,320 | I | By Vision 2005 Investment Partners L.P. (1) |
| Common Stock | 11/08/2006 | S | 500 | D | \$ 19.02 | 145,820 | I | By Vision 2005 Investment Partners L.P. (1) |

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

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.

SEC 1474 (9-02)

> 9. Nu Deriv Secur Bene Own Follo Repo Trans

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 Exerc | isable and | 7. Titl | e and | 8. Price of |
|-------------|-------------|---------------------|--------------------|------------|--------------|---------------|------------|---------|----------|-------------|
| Derivative | Conversion | (Month/Day/Year) | Execution Date, if | Transact | tionNumber | Expiration Da | ate | Amou | nt of | Derivative |
| Security | or Exercise | | any | Code | of | (Month/Day/ | Year) | Under | lying | Security |
| (Instr. 3) | Price of | | (Month/Day/Year) | (Instr. 8) |) Derivative | e | | Securi | ties | (Instr. 5) |
| | Derivative | | | | Securities | 3 | | (Instr. | 3 and 4) | |
| | Security | | | | Acquired | | | | | |
| | | | | | (A) or | | | | | |
| | | | | | Disposed | | | | | |
| | | | | | of (D) | | | | | |
| | | | | | (Instr. 3, | | | | | |
| | | | | | 4, and 5) | | | | | |
| | | | | | | | | | A | |
| | | | | | | | | | Amount | |
| | | | | | | Date | Expiration | | or | |
| | | | | | | Exercisable | Date | | Number | |
| | | | | G 1 1 | 7 (4) (5) | | | | of | |
| | | | | Code V | V (A) (D) | | | | Shares | |

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

White Gregory Francis C/O IROBOT CORPORATION 63 SOUTH AVENUE BURLINGTON, MA 01803

President of Home Robots Div.

Signatures

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

**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).
- The reporting person disclaims beneficial ownership of such securities except to the extent of his pecuniary interest therein, if any, and (1) 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.

Remarks:

1 of 3

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 5

| Potential persons who are to respond to the collection of information contains a currently valid OMB number. | ed in this form are not required to respond unless the form displays |
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