## Edgar Filing: FLOWERS JEFFRY - Form 4

FLOWERS JEFF Form 4	ŔŶ									
January 26, 2012								-	PPROVAL	
	UNITED	STATES		RITIES A shington			COMMISSIO	N OMB Number:	3235-02	287
Check this boxif no longer subject toSection 16.Form 4 orForm 5obligations may continue.See Instruction 1(b). Statement of the form						nge Act of 1934, of 1935 or Secti	Estimated burden hou response	Estimated average burden hours per response 0.5		
(Print or Type Respondence)	nses)									
1. Name and Addres FLOWERS JEFI		Person <u>*</u>	Symbol	er Name <b>an</b> e		• Trading	5. Relationship Issuer	of Reporting Per eck all applicabl		
(Last) (First) (Middle) C/O CARBONITE, INC., 177 HUNTINGTON AVENUE			3. Date of Earliest Transaction (Month/Day/Year) 01/24/2012			X Director 10% Owner X Officer (give title Other (specify below) below) Chief Architect				
BOSTON, MA	4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person						
(City) (	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owned	
	ansaction Date th/Day/Year)	2A. Deem Execution any (Month/Da	Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or 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)	2
Reminder: Report on	a separate line	for each cl	ass of sec	urities bene	Perso inforr requi	ons who res nation cont red to resp ays a curre	or indirectly. spond to the colle tained in this form ond unless the fo ntly valid OMB co	n are not rm	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	Î			(
			Code V	(A) (D)	) Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 10.26	01/24/2012	А	50,000	<u>(1)</u>	01/24/2022	Common Stock	50,000

## **Reporting Owners**

<b>Reporting Owner Name / Address</b>	Relationships					
	Director	10% Owner	Officer	Other		
FLOWERS JEFFRY C/O CARBONITE, INC. 177 HUNTINGTON AVENUE BOSTON, MA 02115	Х		Chief Architect			
Signatures						
/s/ Danielle Sheer, by power of attorney		01/25/20	012			
**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) This option becomes exercisable in 16 equal quarterly installments beginning on April 24, 2012.

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.

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