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INSULET C Form 4	CORP											
February 05	, 2014											
FORM	ЛД							OMB AF	PROVAL			
	UNITED	UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549							3235-0287			
Check tl if no lon subject t Section Form 4 Form 5	ger STATEN o STATEN 16. or	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES										
obligation may con <i>See</i> Instr 1(b).	ons Section 17(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 A Devlin Pete	Symbol					5. Relationship of Reporting Person(s) to Issuer						
(Last)	(First) ((Check all applicable)						
, , ,	LET CORPORAT	(Month/	'Day/Year)				Director _X Officer (give t elow) Chief Co		Owner r (specify cer			
				Filed(Month/Day/Year) A				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person				
BEDFORD	o, MA 01730					P	Form filed by Mo Person	ore than One Rej	porting			
(City)	(State)	(Zip) Tal	ble I - Non-	Derivative	Secur	rities Acqui	red, Disposed of,	or Beneficiall	y Owned			
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)			(D)	Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)				
Common Stock	02/03/2014		М	30,000	A	\$ 8.3	93,081 <u>(1)</u>	D				
Common Stock	02/03/2014		S <u>(2)</u>	30,000	D	\$ 42.8213 (3)	63,081 <u>(1)</u>	D				

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. Transacti Code (Instr. 8)	5. Number of orDerivative 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 8.3	02/03/2014		М	30,000	<u>(4)</u>	08/17/2019	Common Stock	30,000

Reporting Owners

Reporting Owner Name / Address	Relationships					
, e e	Director	10% Owner	Officer	Other		
Devlin Peter C/O INSULET CORPORATION 9 OAK PARK DRIVE BEDFORD, MA 01730			Chief Commercial Officer			
Signatures						
/s/ R. Anthony Diehl, attorney in fact	0	02/05/2014				
** 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).

Includes 6,667 restricted stock units granted on March 1, 2010 which vest on March 1, 2014; 16,500 restricted stock units granted on April 1, 2012 which vest one-third of the total units on April 1, 2014, one-third of the total units on April 1, 2015 and one-third of the

total units on April 1, 2016; and 16,800 restricted stock units granted on March 1, 2013 which vest one-quarter of the total units on March 1, 2014, one-quarter of the total units on March 1, 2015, one-quarter of the total units on March 1, 2016 and one-quarter of the total units on March 1, 2017. Vested shares will be delivered to the reporting person as soon as practicable following a vesting date.

(2) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 17, 2013.

The price reported represents the weighted average sale price of shares sold. The shares were sold at varing prices in the range of \$42.04
 (3) to \$43.49. The Reporting Person hereby undertakes, upon request of the Staff of the U.S. Securities and Exchange Commission, the Issuer or a security holder of the Issuer, to provide full information regarding the number of shares sold at each separate price.

(4) This option is subject to a four-year vesting period, with 25% of the total award vesting one year after the grant date and the remainder vesting in equal quarterly installments each quarter thereafter for 12 quarters, subject to continued employment.

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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.