Edgar Filing: DeSisto Duane - Form 4

DeSisto Du	ane									
Form 4 November (04, 2011									
	UNITED		RITIES AND EXCHANGE COMMISSION shington, D.C. 20549				OMB Number:	3235-0287		
Check ti if no lor subject Section Form 4 Form 5 obligation may con <i>See</i> Inst	nger to 16. or Filed pur ons ntinue.	rsuant to Section (a) of the Public I	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Section 16(a) of the Securities Exchange Act of 1934, Public Utility Holding Company Act of 1935 or Sectior of the Investment Company Act of 1940					Expires: January 31, 2005 Estimated average burden hours per response 0.5		
1(b).										
(Print or Type Responses)										
DeSisto Duane s			8				5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (3. Date of Earliest Transaction				(Check all applicable)			
C/O INSU OAK PAR	(Month	(Month/Day/Year) 11/02/2011				_X_ Director 10% Owner _X_ Officer (give title Other (specify below) President and CEO				
	(Street)		iled(Month/Day/Year)				5. Individual or Joint/Group Filing(Check Applicable Line)			
BEDFORE	D , MA 01730						_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
(City)	(State)	(Zip) Ta	ble I - Non-	-Derivative	Secu	rities Acqui	ired, 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)	Code	4. Securities Acquired (A) for Disposed of (D) (Instr. 3, 4 and 5) (A)			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	11/02/2011		М	20,000	А	\$ 1.19	100,991 <u>(2)</u> (3)	D		
Common Stock	11/02/2011		S <u>(5)</u>	20,000	D	\$ 15.1592 (4)	80,991 (2) (3)	D		

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.

Edgar Filing: DeSisto Duane - Form 4

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. Transactic Code (Instr. 8)	Securities		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)	\$ 1.19	11/02/2011		М	20,0	00	<u>(1)</u>	07/22/2013	Common Stock	20,000

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
DeSisto Duane C/O INSULET CORPORATION 9 OAK PARK DRIVE BEDFORD, MA 01730	Х		President and CEO				
Signatures							
/s/ R. Anthony Diehl, attorney in fact	1	1/02/2011					
**Signature of Reporting Person		Date					
Evelopetion of Deer							

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).
- This option may be exercised at any time, whether vested or not, but, upon termination of employment, we may repurchase any unvested
 (1) shares at the exercise price paid for the shares. This option vests in equal monthly installments each month for 48 months starting on July 9, 2003, subject to continued employment.

Includes 26,667 restricted stock units granted on March 1, 2010 which vest one-half of the total units on March 1, 2012 and one-half on March 1, 2013; and 40,000 restricted stock units granted on March 1, 2011 which vest one-third of the total units on March 1, 2012 and one-third each on March 1, 2013 and March 1, 2014. Vested shares will be delivered to the reporting person as soon as practiable

Includes an aggregate of 6,558 shares acquired under the Insulet Corporation 2007 Employee Stock Purchase Plan on the following dates: 219 shares acquired on December 31, 2007; 694 shares acquired on June 30, 2008; 1,429 shares acquired on December 31, 2008; 1,431

(3) ²¹⁹ shares acquired on December 31, 2007, 094 shares acquired on June 30, 2008, 1,429 shares acquired on December 31, 2008; 1,431
 (3) shares acquired on June 30, 2009; 772 shares acquired on December 31, 2009; 749 shares acquired on June 30, 2010; 732 shares acquired on December 31, 2010; and 532 shares acquired on June 30, 2011.

(4)

(2)

following a vesting date.

Edgar Filing: DeSisto Duane - Form 4

The price reported represents the weighted average sale price of the shares sold. The shares were sold at varying prices in the range of \$15.00 to \$15.33. The Reporting Person hereby undertakes, upon request of the Staff of the U.S. Securities 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.

(5) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on March 11, 2011.

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.