

TRIDENT CAPITAL FUND V LP

Form 4

November 16, 2005

**FORM 4**
**UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

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

## OMB APPROVAL

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2005  
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burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*

**TRIDENT CAPITAL  
MANAGEMENT V LLC**

(Last) (First) (Middle)

**C/O TRIDENT CAPITAL, 505  
HAMILTON AVENUE, SUITE 200**

(Street)

**PALO ALTO, CA 94301**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading

Symbol

**IROBOT CORP [IRBT]**

3. Date of Earliest Transaction

(Month/Day/Year)

**11/15/2005**

4. If Amendment, Date Original

Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)

\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_X\_\_\_\_ 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	11/15/2005		C		2,089,237	A	\$ 0 <sup>(1)</sup>	2,089,237	I	See Footnote <sup>(2)</sup>
Common Stock	11/15/2005		C		1,871,615	A	\$ 0 <sup>(1)</sup>	1,871,615	I	See Footnote <sup>(3)</sup>
Common Stock	11/15/2005		C		10,380	A	\$ 0 <sup>(1)</sup>	10,380	I	See Footnote <sup>(4)</sup>
Common Stock	11/15/2005		C		10,878	A	\$ 0 <sup>(1)</sup>	10,878	I	See Footnote

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								(5)
Common Stock	11/15/2005	C	54,171	A	\$ 0 (1)	54,171	I	See Footnote (6)
Common Stock	11/15/2005	C	142,193	A	\$ 0 (1)	142,193	I	See Footnote (7)
Common Stock	11/15/2005	S	68,249 (8)	D	\$ 24	2,020,988	I	See Footnote (2)
Common Stock	11/15/2005	S	61,140 (8)	D	\$ 24	1,810,475	I	See Footnote (3)
Common Stock	11/15/2005	S	339 (8)	D	\$ 24	10,041	I	See Footnote (4)
Common Stock	11/15/2005	S	355 (8)	D	\$ 24	10,523	I	See Footnote (5)
Common Stock	11/15/2005	S	1,770 (8)	D	\$ 24	52,401	I	See Footnote (6)
Common Stock	11/15/2005	S	4,645 (8)	D	\$ 24	137,548	I	See Footnote (7)

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

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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 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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series E Preferred Stock	(1)	11/15/2005		C		1,933,184		(1)	(1)	Common Stock	1,933,184

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Series F Preferred Stock	(1)	11/15/2005	C	156,053	(1)	(1)	Common Stock	156,053
Series E Preferred Stock	(1)	11/15/2005	C	1,731,817	(1)	(1)	Common Stock	1,731,817
Series F Preferred Stock	(1)	11/15/2005	C	139,798	(1)	(1)	Common Stock	139,798
Series E Preferred Stock	(1)	11/15/2005	C	9,605	(1)	(1)	Common Stock	9,605
Series F Preferred Stock	(1)	11/15/2005	C	775	(1)	(1)	Common Stock	775
Series E Preferred Stock	(1)	11/15/2005	C	10,065	(1)	(1)	Common Stock	10,065
Series F Preferred Stock	(1)	11/15/2005	C	813	(1)	(1)	Common Stock	813
Series E Preferred Stock	(1)	11/15/2005	C	50,125	(1)	(1)	Common Stock	50,125
Series F Preferred Stock	(1)	11/15/2005	C	4,046	(1)	(1)	Common Stock	4,046
Series E Preferred Stock	(1)	11/15/2005	C	131,572	(1)	(1)	Common Stock	131,572
Series F Preferred Stock	(1)	11/15/2005	C	10,621	(1)	(1)	Common Stock	10,621

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
TRIDENT CAPITAL MANAGEMENT V LLC C/O TRIDENT CAPITAL 505 HAMILTON AVENUE, SUITE 200 PALO ALTO, CA 94301		X		
TRIDENT CAPITAL FUND V AFFILIATES FUND LP		X		

C/O TRIDENT CAPITAL  
505 HAMILTON AVENUE, SUITE 200  
PALO ALTO, CA 94301

TRIDENT CAPITAL FUND V PRINCIPALS FUND L P

C/O TRIDENT CAPITAL

505 HAMILTON AVENUE, SUITE 200

PALO ALTO, CA 94301

X

TRIDENT CAPITAL PARALLEL FUND V CV

C/O TRIDENT CAPITAL

505 HAMILTON AVENUE, SUITE 200

PALO ALTO, CA 94301

X

TRIDENT CAPITAL FUND V AFFILIATES FUND Q LP

C/O TRIDENT CAPITAL

505 HAMILTON AVENUE, SUITE 200

PALO ALTO, CA 94301

X

TRIDENT CAPITAL FUND V LP

C/O TRIDENT CAPITAL

505 HAMILTON AVENUE, SUITE 200

PALO ALTO, CA 34301

X

## Signatures

/s/ Bonnie N. Kennedy, Managing Director, Trident Capital Management V, L.L.C.

11/15/2005

\_\_Signature of Reporting Person

Date

/s/ Bonnie N. Kennedy, Managing Director, Trident Capital Fund-V Affiliates Fund, L.P.

11/15/2005

\_\_Signature of Reporting Person

Date

/s/ Bonnie N. Kennedy, Managing Director, Trident Capital Fund-V Principals Fund, L.P.

11/15/2005

\_\_Signature of Reporting Person

Date

/s/ Bonnie N. Kennedy, Managing Director, Trident Capital Parallel Fund-V, C.V.

11/15/2005

\_\_Signature of Reporting Person

Date

/s/ Bonnie N. Kennedy, Managing Director, Trident Capital Fund-V Affiliates Fund (Q), L.P.

11/15/2005

\_\_Signature of Reporting Person

Date

/s/ Bonnie N. Kennedy, Managing Director, Trident Capital Fund-V, L.P.

11/15/2005

\_\_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) The preferred stock automatically converted upon the consummation of the Issuer's initial public offering on a one-for-one basis.

(2) Consists of shares held indirectly by Trident Capital Management-V, L.L.C. as sole general partner of Trident Capital Fund-V, L.P., Trident Capital Fund-V Affiliates Fund, L.P., Trident Capital Fund-V Affiliates Fund (Q), L.P., and Trident Capital Fund-V Principals Fund, L.P. and the sole investment general partner of Trident Capital Parallel Fund-V, C.V. 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

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reporting person is the beneficial owner of all of the reported shares for purposes of Section 16 or any other purpose.

- (3) Consists of shares owned by Trident Capital Fund-V, L.P.
- (4) Consists of shares owned by Trident Capital Fund-V Affiliates Fund (Q), L.P.
- (5) Consists of shares owned by Trident Capital Fund-V Affiliates Fund, L.P.
- (6) Consists of shares owned by Trident Capital Fund-V Principals Fund, L.P.
- (7) Consists of shares owned by Trident Capital Parallel Fund-V, C.V.
- (8) Shares sold pursuant to the exercise of the over-allotment option in connection with the initial public offering of common stock of iRobot Corporation.

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

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