Edgar Filing: DePietro Ruthann - Form 4

Form 4 July 06, 2010											
FORM	_								OMB A	PPROVAL	
	UNITE	D STATES		ITIES Al			NGE (COMMISSION	OMB Number:	3235-0287	
Check thi if no long subject to Section 1 Form 4 o	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Expires: Estimated a burden hou response	rs per			
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 1	7(a) of the	Public Ut		ing Con	ipany	Act of	e Act of 1934, f 1935 or Sectio 40	n		
(Print or Type F	Responses)										
1. Name and A DePietro Ru	2. Issuer Name and Ticker or Trading Symbol INSULET CORP [PODD]					5. Relationship of Reporting Person(s) to Issuer					
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Check				k all applicable	;)			
C/O INSUL OAK PARK	ET CORPORA CORIVE	ATION, 9	(Month/D 07/01/20	-				Director X Officer (give below) Vice Pr		Owner er (specify ity	
				ndment, Date Original hth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 			
BEDFORD,	, MA 01730							Form filed by M Person	Iore than One Re	porting	
(City)	(State)	(Zip)	Table	e I - Non-De	erivative	Securi	ties Acc	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date 2A. Deemed (Month/Day/Year) Execution Date, if any (Month/Day/Year)			3. 4. Securities Acquired Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5) (A)				Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	07/01/2010			М	1,500	А	\$ 5.94	9,871 <u>(2)</u> <u>(3)</u>	D		
Common Stock	07/01/2010			S <u>(4)</u>	1,500	D	\$ 15	8,371 <u>(2)</u> <u>(3)</u>	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: DePietro Ruthann - 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. Transacti Code (Instr. 8)	5. Number on f 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
Employee Stock Option (Right to Buy)	\$ 5.94	07/01/2010		М	1,500	(1)	03/06/2016	Common Stock	1,500

Reporting Owners

		Relationships	hips		
Director	10% Owner	Officer	Other		
		Vice President of Quality			
	Director	Director 10% Owner	Director 10% Owner Officer		

/s/ R. Anthony Diehl, attorney 07/06/2010

**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).

This option may be exercised at any time, whether vested or not, but, upon termination of employment, we may repurchase any unvested shares at the exercise price paid for the shares. This option is subject to a four-year vesting period, with 25% of the total award vesting

(1) shares at the exercise pile part for the shares. 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 monthly installments each month thereafter for 36 months, subject to continued employment.

Includes an aggregate of 371 shares acquired under the Insulet Corporation 2007 Employee Stock Purchase Plan: 20 shares acquired on
 (2) December 31, 2007; 48 shares acquired on June 30, 2008; 100 shares acquired on December 31, 2008; 99 shares acquired on June 30, 2009; 53 shares acquired on December 31, 2009; and 51 shares acquired on June 30, 2010.

The 8,000 restricted stock units vest one-third of the total units on the first anniversary date of the grant and one-third each on the second(3) and third anniversaries of the date of the grant. Vested shares will be delivered to the reporting person as soon as practicable following a vesting date.

Γ

(4) 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, 2008, as modified on September 15, 2009.

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.