## Edgar Filing: INSULET CORP - Form 4

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Form 4											
June 05, 201	3										
FORM	IЛ									PPROVAL	
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
Check thi				U /					Expires:	January 31,	
if no longer subject to STATEMENT OF CHANG				GES IN BENEFICIAL OWNERSHI				<b>NERSHIP OF</b>		2005 d average	
Section 1					SECURITIES				Estimated average burden hours per		
Form 4 or	r							response 0.			
Form 5 obligation	• · · · ·							ge Act of 1934,			
may cont				•	•	• •		f 1935 or Sectio	on		
See Instru		30(h)	) of the Inv	vestment	Company	y Act	of 19	40			
1(b).											
(Print or Type F	Responses)										
1. Name and A	ddress of Reporting	g Person <u>*</u>	2. Issuer	Name and	Ticker or T	Fradin	g	5. Relationship o	f Reporting Per	son(s) to	
Zakrzewski	Joseph S		Symbol	-				Issuer			
			INSULE	ET CORP	[PODD]				-1111:1-1	- )	
(Last)	(First)	(Middle)	3. Date of	Earliest Tra	ansaction			(Cne	ck all applicable	e)	
	· · ·		(Month/Da	ay/Year)				X Director	10%	6 Owner	
C/O INSUL	ET CORPORA	TION, 9	06/03/20	•				Officer (give		er (specify	
OAK PARK	<b>C</b> DRIVE							below)	below)		
			ndment, Date Original			6. Individual or Joint/Group Filing(Check					
			Month/Day/Year)				Applicable Line)				
								_X_ Form filed by	One Reporting Pe More than One Re		
BEDFORD,	MA 01730							Person		cporting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecuri	ties Ac	quired, Disposed o	of, or Beneficial	lly Owned	
1.Title of	2. Transaction Da	ate 2A. De	emed	3.	4. Securi	ties		5. Amount of	6. Ownership	7. Nature of	
Security	(Month/Day/Yea	r) Executi	on Date, if		onAcquired			Securities	Form: Direct		
(Instr. 3)		CodeDisposed of (D)/Day/Year)(Instr. 8)(Instr. 3, 4 and 5)				Beneficially Owned		Beneficial			
		(Wonui	/Day/Teal)	(Instr. 8)	(11150.5,	4 anu	5)	Following	(Instr. 4)	Ownership (Instr. 4)	
						(A)		Reported			
						(A) or		Transaction(s)			
				Code V	Amount		Price	(Instr. 3 and 4)			
Common	06/03/2013			А	4,000	А	\$0	16,000 <u>(2)</u>	D		
Stock	00/05/2015			11	(1)	11	ψυ	10,000 <u>· · ·</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.

 Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

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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. Transact Code (Instr. 8)	5. Number ionof Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	e Expiration I (Month/Day	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	7 (A) (I	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (Right to Buy)	\$ 30.04	06/03/2013		А	4,000	(3)	06/03/2023	Common Stock	4,000	

## **Reporting Owners**

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Zakrzewski Joseph S C/O INSULET CORPORATION 9 OAK PARK DRIVE BEDFORD, MA 01730	Х						
Signatures							
/s/ R. Anthony Diehl, attorney in fact	(	06/04/2013					
**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).

- The 4,000 restricted stock units vest 50% of the total units on April 30, 2014, 25% of the total units on April 30, 2015 and 25% of the total units on April 30, 2016, subject to continued service as a director or consultant. Vested shares will be delivered to the reporting person as soon as practicable following a vesting date.
- Includes 1,000 restricted stock units granted on May 12, 2011 which fully vest on April 30, 2014, and 2,000 restricted stock units granted
  (2) on June 1, 2012 which vest 50% of the total units on April 30, 2014 and 50% of the total units on April 30, 2015, subject to continued service as a director or consultant. Vested shares will be delivered to the reporting person as soon as practiable following a vesting date.
- (3) This option is subject to the following vesting schedule: 50% of the total award shall vest on April 30, 2014, 25% of the total award shall vest on April 30, 2015 and 25% of the total award shall vest on April 30, 2016, subject to continued service as a director or consultant.

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.