

INSULET CORP

Form 4

December 05, 2007

**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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(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BOESS CARSTEN**

(Last) (First) (Middle)

**C/O INSULET CORPORATION, 9  
OAK PARK DRIVE**

(Street)

**BEDFORD, MA 01730**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**INSULET CORP [PODD]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**12/03/2007**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

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

Chief Financial Officer

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ 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)
Common Stock	12/03/2007		M	25,000	A \$ 8.04 25,000	D	
Common Stock	12/03/2007		S <sup>(1)</sup>	100	D \$ 26.15 24,900	D	
Common Stock	12/03/2007		S <sup>(1)</sup>	100	D \$ 26.14 24,800	D	
Common Stock	12/03/2007		S <sup>(1)</sup>	100	D \$ 26.05 24,700	D	
Common Stock	12/03/2007		S <sup>(1)</sup>	100	D \$ 26 24,600	D	

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Common Stock	12/03/2007	<u>S(1)</u>	100	D	\$ 24.78	24,500	D
Common Stock	12/03/2007	<u>S(1)</u>	200	D	\$ 24.77	24,300	D
Common Stock	12/03/2007	<u>S(1)</u>	1,000	D	\$ 24.75	23,300	D
Common Stock	12/03/2007	<u>S(1)</u>	1,200	D	\$ 24.74	22,100	D
Common Stock	12/03/2007	<u>S(1)</u>	400	D	\$ 24.71	21,700	D
Common Stock	12/03/2007	<u>S(1)</u>	200	D	\$ 24.7	21,500	D
Common Stock	12/03/2007	<u>S(1)</u>	400	D	\$ 24.68	21,100	D
Common Stock	12/03/2007	<u>S(1)</u>	300	D	\$ 24.67	20,800	D
Common Stock	12/03/2007	<u>S(1)</u>	100	D	\$ 24.66	20,700	D
Common Stock	12/03/2007	<u>S(1)</u>	185	D	\$ 24.63	20,515	D
Common Stock	12/03/2007	<u>S(1)</u>	100	D	\$ 24.62	20,415	D
Common Stock	12/03/2007	<u>S(1)</u>	100	D	\$ 24.59	20,315	D
Common Stock	12/03/2007	<u>S(1)</u>	100	D	\$ 24.56	20,215	D
Common Stock	12/03/2007	<u>S(1)</u>	100	D	\$ 24.55	20,115	D
Common Stock	12/03/2007	<u>S(1)</u>	100	D	\$ 24.54	20,015	D
Common Stock	12/03/2007	<u>S(1)</u>	100	D	\$ 24.53	19,915	D
Common Stock	12/03/2007	<u>S(1)</u>	100	D	\$ 24.49	19,815	D
Common Stock	12/03/2007	<u>S(1)</u>	100	D	\$ 24.47	19,715	D
Common Stock	12/03/2007	<u>S(1)</u>	100	D	\$ 24.46	19,615	D
Common Stock	12/03/2007	<u>S(1)</u>	200	D	\$ 24.44	19,415	D
	12/03/2007	<u>S(1)</u>	300	D		19,115	D

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Common Stock						\$ 24.43	
Common Stock	12/03/2007	S <sup>(1)</sup>	100	D	\$ 24.42	19,015	D
Common Stock	12/03/2007	S <sup>(1)</sup>	400	D	\$ 24.41	18,615	D
Common Stock	12/03/2007	S <sup>(1)</sup>	275	D	\$ 24.4	18,340	D
Common Stock	12/03/2007	S <sup>(1)</sup>	600	D	\$ 24.39	17,740	D

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

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(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
Employee Stock Option (right to buy)	\$ 8.04	12/03/2007		M	25,000	<sup>(2)</sup> 06/01/2016	Common Stock 25,000

## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
BOESS CARSTEN C/O INSULET CORPORATION 9 OAK PARK DRIVE BEDFORD, MA 01730	Chief Financial Officer

## Signatures

/s/ R. Anthony Diehl, attorney  
in fact

12/05/2007

\_\_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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on September 17, 2007.
  - (2) 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.

### Remarks:

This is filing 1 of 3 due to the number of rows needed in Table I.

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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