

MCNAMEE GEORGE C
Form 3
November 08, 2005

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â MCNAMEE GEORGE C		(Month/Day/Year)	IROBOT CORP [IRBT]	
(Last)	(First)	(Middle)	11/08/2005	
C/O FA TECHNOLOGY VENTURES,Â 677 BROADWAY			4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
(Street)	(Check all applicable)			
	<input checked="" type="checkbox"/> Director	<input type="checkbox"/> 10% Owner		
	<input type="checkbox"/> Officer	<input type="checkbox"/> Other	6. Individual or Joint/Group Filing(Check Applicable Line)	
	(give title below)	(specify below)	<input checked="" type="checkbox"/> Form filed by One Reporting Person	
ALBANY,Â NYÂ 12207	<input type="checkbox"/> Form filed by More than One Reporting Person			
(City)	(State)	(Zip)		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of	

				Shares		or Indirect (1) (Instr. 5)	
Series F Preferred Stock	<u>^ (1)</u>	<u>^ (1)</u>	Common Stock	98,153	\$ <u>(1)</u>	I	See Footnote <u>(2)</u>
Series C Preferred Stock	<u>^ (1)</u>	<u>^ (1)</u>	Common Stock	64,118	\$ <u>(1)</u>	D	<u>^</u>
Series D Preferred Stock	<u>^ (1)</u>	<u>^ (1)</u>	Common Stock	8,479	\$ <u>(1)</u>	D	<u>^</u>
Series E Preferred Stock	<u>^ (1)</u>	<u>^ (1)</u>	Common Stock	10,729	\$ <u>(1)</u>	D	<u>^</u>

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCNAMEE GEORGE C C/O FA TECHNOLOGY VENTURES 677 BROADWAY ALBANY, NY 12207	<u>^ X</u>	<u>^</u>	<u>^</u>	<u>^</u>

Signatures

/s/ Glen D. Weinstein
Attorney-in-fact

11/08/2005

^Signature of Reporting Person

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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 is convertible at any time, at the holder's election, on a one-for-one basis and has no expiration date.

Consists of shares held indirectly by FA Technology Ventures, L.P. and FA Technology Managers, LLC of which the reporting person is a partner of the general partner of FA Technology Ventures, L.P. and a manager of FA Technology Managers, LLC. The reporting person disclaims beneficial ownership of the shares except to the extent of his pecuniary interest, if any, and this report shall not be deemed an admission that the reporting person is the beneficial owner of all of the reported shares for purposes of Section 16 or any other purpose.

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Remarks:

Exhibit List Exhibit 24 - Power of Attorney

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.