

Abdel-Malek Aiman  
 Form 4  
 March 14, 2019

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

OMB APPROVAL

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**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

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 Abdel-Malek Aiman

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 C/O INSULET CORPORATION, 100 NAGOG PARK

3. Date of Earliest Transaction (Month/Day/Year)  
 03/12/2019

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP & Chief Technology Officer

(Street)  
 ACTON, MA 01720

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

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

(City) (State) (Zip)

**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)
				(A) or (D)	Price		
Common Stock	03/12/2019		M	19,915 A	\$ 31.2	43,907 <sup>(1)</sup>	D
Common Stock	03/12/2019		M	5,686 A	\$ 46.22	49,593 <sup>(1)</sup>	D
Common Stock	03/12/2019		M	1,748 A	\$ 74.5	51,341 <sup>(1)</sup>	D
Common Stock	03/12/2019		S	27,349 D	\$ 94.0295 <sup>(2)</sup>	23,992 <sup>(1)</sup>	D

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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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Employee Stock Option (Right to Buy)	\$ 31.2	03/12/2019		M	19,915	<u>(3)</u> 03/28/2026	Common Stock	19,915
Employee Stock Option (Right to Buy)	\$ 46.22	03/12/2019		M	5,686	<u>(3)</u> 02/22/2027	Common Stock	5,686
Employee Stock Option (Right to Buy)	\$ 74.5	03/12/2019		M	1,748	<u>(3)</u> 02/14/2028	Common Stock	1,748

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Abdel-Malek Aiman C/O INSULET CORPORATION 100 NAGOG PARK ACTON, MA 01720			EVP & Chief Technology Officer	

## Signatures

/s/ David Colleran,  
attorney-in-fact

03/14/2019

\_\_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).

Includes 4,674 restricted stock units granted on March 28, 2016, which vest on March 28, 2019; 4,006 performance share units granted on March 28, 2016, which vest on March 28, 2019; 1,443 restricted stock units granted on February 22, 2017, which vest on February 22, 2020; and 1,790 restricted stock units granted on February 14, 2018, which vest one-half of the total units on February 14, 2020 and one-half of the total units on February 14, 2021, subject to continued employment. Vested shares will be delivered to the reporting person as soon as practicable following a vesting date.

- (2) The price reported represents the weighted average sale price of the shares sold. The shares were sold at varying prices in the range of \$93.67 to \$94.53. The Reporting Person hereby undertakes, upon request of the Staff of the U.S. Securities Exchange Commission, the Issuer or a security holder of the Issuer, to provide full information regarding the number of shares sold at each separate price.
- (3) 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 quarterly installments each quarter thereafter for 12 quarters, subject to continued employment.

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.