

Acer Technology Ventures America, LLC
 Form 4
 October 05, 2006

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Acer Technology Ventures Management, LLC

(Last) (First) (Middle)

5201 GREAT AMERICA PARKWAY, SUITE 270

(Street)

SANTA CLARA, CA 95054

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
 IROBOT CORP [IRBT]

3. Date of Earliest Transaction (Month/Day/Year)
 10/04/2006

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
 ___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing (Check Applicable Line)

___ Form filed by One Reporting Person
 ___X___ 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | 10/04/2006 | | S ⁽¹⁾ | 2,500 D \$ 22 | 667,200 | I | See Footnote (2) |
| Common Stock | 10/04/2006 | | S ⁽¹⁾ | 12,500 D \$ 22.1542 | 654,700 | I | See Footnote (2) |
| Common Stock | | | | | 1,658,136 | I | See Footnote (3) |
| Common Stock | | | | | 48,000 | I | See Footnote |

| | | | |
|--------------|-------|---|-------------------------|
| Common Stock | 2,000 | I | (4) See Footnote (5) |
| Common Stock | 4,000 | I | See Footnote (6) |

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.

SEC 1474
(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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned (Instr. 5) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| Acer Technology Ventures Management, LLC 5201 GREAT AMERICA PARKWAY SUITE 270 SANTA CLARA, CA 95054 | | X | | |
| IP Fund One, L.P. 5201 GREAT AMERICA PARKWAY SUIT 270 SANTA CLARA, CA 95054 | | X | | |
| Lai Teh-Tsung C/O ID AMERICA 1, LLC 5201 GREAT AMERICA PARKWAY | | X | | |

SANTA CLARA, CA 95054

iD America 1, LLC

5201 GREAT AMERICA PARKWAY

SUITE 270

SANTA CLARA, CA 95054

X

Acer Technology Ventures Fund, L.P.

5201 GREAT AMERICA PARKWAY

SUITE 270

SANTA CLARA, CA 95054

X

Lu James C

C/O ACER TECHNOLOGY VENTURES MANAGEMENT

5201 GREAT AMERICA PARKWAY, SUITE 270

SANATA CLARA, CA 95054

X

iD6 Fund, L.P.

5201 GREAT AMERICA PARKWAY

SUITE 270

SANTA CLARA, CA 95054

X

Acer Technology Ventures America, LLC

5201 GREAT AMERICA PARKWAY

SUITE 270

SANTA CLARA, CA 95054

X

Signatures

(See signatures included in Exhibit
99.1)

10/05/2006

__Signature of Reporting Person

Date

/s/ Glen D. Weinstein,

Attorney-in-fact

11/15/2005

__Signature of Reporting Person

Date

/s/ Glen D. Weinstein,

Attorney-in-fact

11/15/2005

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Date

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Date

/s/ Glen D. Weinstein,

Attorney-in-fact

11/15/2005

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__Signature of Reporting Person

Date

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

11/15/2005

__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 August 30, 2006.

Consists of shares indirectly held by Acer Technology Ventures America, LLC as general partner for IP Fund One, L.P. The reporting persons disclaim beneficial ownership of such shares except to the extent of their pecuniary interest, if any, and this report shall not be deemed an admission that the reporting person are the beneficial owners of all of the reported shares for purposes of Section 16 or any other purpose.
- (2) Consists of shares held indirectly by James C. Lu as principal of Acer Technology Ventures Management, LLC and Acer Technology Ventures Management, LLC as general partner for Acer Technology Venutres Fund, L.P. The reporting persons disclaim beneficial ownership of such shares except to the extent of their pecuniary interest, if any, and this report shall not be deemed an admission that the reporting person are the beneficial owners of all of the reported shares for purposes of Section 16 or any other purpose.
- (3) Consists of shares indirectly held by Teh-Tsung Lai as principal of iD America 1, LLC and iD America 1, LLC as general partner for iD6 Fund, L.P. The reporting persons disclaim beneficial ownership of such shares except to the extent of their pecuniary interest, if any, and this report shall not be deemed an admission that the reporting person are the beneficial owners of all of the reported shares for purposes of Section 16 or any other purpose.
- (4) Consists of shares held directly by Teh-Tsung Lai.
- (5) Consists of shares held directly by James C. Lu.
- (6)

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.