KUMARESAN SWAMI

Form 4

March 26, 2012

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Number: January 31, 2005

0.5

OMB APPROVAL

Section 16. Form 4 or Form 5 obligations may continue.

See Instruction

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

burden hours per response...

Estimated average

1(b).

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person ** KUMARESAN SWAMI			suer Name and Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer								
			onite Inc [CARB]	(Check all applicable)								
(Last)	(First) (N	Middle) 3. Dat	e of Earliest Transaction									
G/O G/ PROVERT N/G 4			h/Day/Year)	Director 10% Owner								
C/O CARBONITE, INC., 177			3/2012	X Officer (give title Other (specify below)								
HUNTING	TON AVENUE			EVP, Sales and Marketing								
	(Street)	4. If A	mendment, Date Original	6. Individual or Joint/Group Filing(Check								
		Filed(Month/Day/Year)	Applicable Line)								
BOSTON, I	MA 02115			_X_ Form filed by One Reporting Person Form filed by More than One Reporting Person								
		(T)		reison								
(City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned												
1.Title of	2. Transaction Date		3. 4. Securities Acquir	*								
Security	(Month/Day/Year)		` ′ *	Securities Form: Direct Indirect								
(Instr. 3) any (Month/Da			Code (D) ar) (Instr. 8) (Instr. 3, 4 and 5)	Beneficially (D) or Beneficial Owned Indirect (I) Ownership								
		(Monday Day)	(mstr. 0) (mstr. 3, 1 and 3)	Following (Instr. 4) (Instr. 4)								
			(A)	Reported								
			or	Transaction(s) (Instr. 3 and 4)								
			Code V Amount (D) Pr	ce (filsti. 3 and 4)								
Common Stock	03/23/2012		S(1) 25,000 D \$	10 63,268 D								
Common				21 300 By Spouse								

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

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SEC 1474

(9-02)

21,309

(2)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Title	and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	orNumber	Expiration D	ate	Amount	of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Underly	ing	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securitie	es	(Instr. 5)	Bene
	Derivative				Securities			(Instr. 3	and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
								Δ	mount		
						Date Exercisable	Expiration Date	o Title N	ı Iumber		
								01			
				Code V	(A) (D)				hares		

Reporting Owners

Relationships Reporting Owner Name / Address

> Other Director 10% Owner Officer

KUMARESAN SWAMI C/O CARBONITE, INC. 177 HUNTINGTON AVENUE **BOSTON, MA 02115**

EVP, Sales and Marketing

Signatures

/s/ Danielle Sheer, by power of attorney

03/26/2012

**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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on December 6, (1)
- The reporting person disclaims beneficial ownership of these securities and this report shall not be deemed an admission that the reporting person is the beneficial owner of such securities for Section 16 or any other purpose.

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.

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