

KUMARESAN SWAMI

Form 5

February 12, 2013

**FORM 5****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).Form 3 Holdings  
Reported

Form 4

Transactions

Reported

**ANNUAL 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

OMB  
Number: 3235-0362Expires: January 31,  
2005Estimated average  
burden hours per  
response... 1.01. Name and Address of Reporting Person \*  
KUMARESAN SWAMI

(Last) (First) (Middle)

C/O CARBONITE, INC., 177  
HUNTINGTON AVENUE

(Street)

BOSTON, MA 02115

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading  
Symbol  
Carbonite Inc [CARB]3. Statement for Issuer's Fiscal Year Ended  
(Month/Day/Year)  
12/31/20124. If Amendment, Date Original  
Filed(Month/Day/Year)5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☐ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

EVP, New Ventures

6. Individual or Joint/Group Reporting

(check applicable line)

☒ 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 at end of Issuer's Fiscal Year (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/31/2012	12/31/2012	A	A	A	63,268	D

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 2270  
(9-02)**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

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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. Amount or Number of Shares
					(A) (D)	Date Exercisable	Expiration Date	Title		
Stock Option (right to buy)	\$ 0.66	Â	Â	Â	Â Â	08/09/2011	01/29/2017	Common Stock		1,407
Stock Option (right to buy)	\$ 1.26	Â	Â	Â	Â Â	02/14/2011	02/14/2018	Common Stock		11,719
Stock Option (right to buy)	\$ 1.31	Â	Â	Â	Â Â	Â <u>(1)</u>	02/26/2019	Common Stock		20,250
Stock Option (right to buy)	\$ 2.64	Â	Â	Â	Â Â	Â <u>(2)</u>	11/14/2019	Common Stock		37,500
Stock Option (right to buy)	\$ 2.64	Â	Â	Â	Â Â	Â <u>(3)</u>	11/14/2019	Common Stock		18,750
Stock Option (right to buy)	\$ 2.64	Â	Â	Â	Â Â	08/09/2011	11/14/2019	Common Stock		11,601
Stock Option (right to buy)	\$ 12.88	Â	Â	Â	Â Â	Â <u>(4)</u>	12/15/2021	Common Stock		80,000
Stock Option (right to buy)	\$ 10.26	Â	Â	Â	Â Â	Â <u>(5)</u>	01/24/2022	Common Stock		50,000
	\$ 6.63	Â	Â	Â	Â Â	Â <u>(6)</u>	10/17/2022			40,000

Stock  
Option  
(right to  
buy)

Common  
Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KUMARESAN SWAMI C/O CARBONITE, INC. 177 HUNTINGTON AVENUE BOSTON, MA 02115	^	^	^ EVP, New Ventures	^

## Signatures

/s/ Danielle Sheer, by power of attorney  
02/12/2012

\_\_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).
- (1) This option was exercisable as to 18,000 shares of common stock as of December 31, 2012 and becomes exercisable as to the remaining underlying shares of common stock on February 26, 2013.
- (2) This option was exercisable as to 28,126 shares of common stock as of December 31, 2012 and becomes exercisable as to the remaining underlying shares of common stock in 4 equal quarterly installments beginning on February 14, 2013.
- (3) This option was exercisable as to 8,037 shares of common stock as of December 31, 2012 and becomes exercisable as to the remaining underlying shares of common stock in 8 equal quarterly installments beginning on February 14, 2013.
- (4) This option was exercisable as to 24,000 shares of common stock on December 31, 2012; becomes exercisable as to 6,000 shares of common stock on each of March 15, 2013, June 15, 2013, September 15, 2013, and December 15, 2013; and becomes exercisable as to 8,000 shares of common stock on each of March 15, 2014, June 15, 2014, September 15, 2014, and December 15, 2014.
- (5) This option was exercisable as to 9,375 shares of common stock as of December 31, 2012 and becomes exercisable as to the remaining underlying shares of common stock in 13 equal quarterly installments beginning on January 26, 2013.
- (6) This option becomes exercisable in 16 equal quarterly installments beginning on January 17, 2013.

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### Remarks:

This ownership report is filed to reflect that the reporting person no longer has any beneficial ownership.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.