Edgar Filing: Carbonite Inc - Form 4

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Carbonite Inc	;											
Form 4												
February 04,	2016											
FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION									OMB A	MB APPROVAL		
UNITED STATES SECURITIES AND EACHANGE COMMISSION							COMMISSION	OMB	3235-0287			
Check this box				shington, D.C. 20549				Number:				
if no long	er		ЕСНАМ						Expires:	January 31, 2005		
subject to		IENI O	F CHAN	GES IN BENEFICIAL OWNERSHIP OF SECURITIES				NERSHIP OF	Estimated average			
Section 10 Form 4 or								burden hours per				
Form 5		suant to	Section 10	5(a) of the	- Securiti	es Fr	chang	e Act of 1934,	response	0.5		
obligation	18 Section 17(-	f 1935 or Section	n			
may conti <i>See</i> Instru	nue.		of the In	•								
1(b).	ction	()										
~ /												
(Print or Type R	esponses)											
	ddress of Reporting	Person [*]	2. Issuer	r Name and Ticker or Trading				5. Relationship of Reporting Person(s) to				
Raissipour D	Javid		Symbol					Issuer				
			Carboni	te Inc [CA	ARB]			(Chec	k all applicable	e)		
(Last)	(First) (M	Aiddle)	3. Date of	Earliest Tra	ansaction			× ×		·		
				onth/Day/Year)				Director 10% Owner				
			02/01/20	2/01/2016				X_ Officer (give title Other (specify below) below)				
AVENUE DE LAFAYETTE								SVP of Product and Engineering				
(Street) 4. If A			4. If Amer	If Amendment, Date Original				6. Individual or Joint/Group Filing(Check				
			Filed(Mon	onth/Day/Year)				Applicable Line)				
								X Form filed by One Reporting Person Form filed by More than One Reporting				
BOSTON, M	IA 02111							Person	tore than One Ke	porting		
(City)	(State)	(Zip)	Tabl	L Non D	anivativa C	: 4	ing A of	uired, Disposed of	e an Donoficial	ly Ormed		
								• • •		•		
1.Title of Security	2. Transaction Date (Month/Day/Year)			3. Transactio					6. Ownership Form: Direct	7. Nature of Indirect		
Security (Month/Day/Year) Execution Da (Instr. 3) any (Month/Day/ ⁷			JII Date, II	Code (D)					(D) or	Beneficial		
			'Day/Year)					Owned	Ownership			
									(Instr. 4)	(Instr. 4)		
						(A)		Reported Transaction(s)				
				Code V	A	or	Dein	(Instr. 3 and 4)				
Common				Code V	Amount 80,000	(D)	Price					
Stock	02/01/2016			А	(1) (2)	А	\$0	118,425 <u>(3)</u>	D			
Stotk												

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.

 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. Transacti Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships							
1 0	Director	10% Owner	Officer	Other				
Raissipour David C/O CARBONITE, INC. 2 AVENUE DE LAFAYETTE BOSTON, MA 02111			SVP of Product and Engineering					
Signatures								
/s/ Danielle Sheer, by power of attorney	02/04		04/2016					
**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) Reflects the grant of restricted stock units. Each restricted stock unit represents a contingent right to receive one share of the issuer's common stock.

35,000 restricted stock units (the "4-Year RSUs") vest in 4 equal annual installments beginning on February 1, 2017 and will be settled on each applicable vest date in shares of the issuer's common stock. 45,000 restricted stock units (the "Performance-based RSUs") will meet the performance vesting condition if, within three years from February 1, 2016, the closing price per share of the Common Stock is at least \$15.00 for 20 consecutive trading days. Upon achieving the applicable performance vesting condition ("Performance

- (2) Reast \$15.00 to 20 consecutive trading days. Opon achieving the applicable performance vesting condition ("renormance"), the Award will be subject to service vesting, with vesting of such Performance-Based Restricted Stock Units to occur in four equal 3-month installments over the one-year period from the date of Performance Achievement, subject to the Recipient's continued service to the Company through the applicable vesting date. The vesting schedule for the Performance-based RSUs shall be accelerated upon certain Change of Control events.
- (3) Includes 118,425 shares of common stock subject to unvested restricted stock units.

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.