FRIEND DAVID Form 4 April 25, 2012       FRIEND DAVID Form 4 April 25, 2012       OMB APPROVAL         FORM 4 Source Common 4 or Section 16. Form 4 or boligations may continue.       Image: Common 4 or Source Common 4 or boligations Source Common 4 or boligations and the Public Utility Holding Company Act of 1935 or Section 17(a) of the Public Utility Holding Company Act of 1930 or Section 17(a) of the Public Utility Holding Company Act of 1930 or Section 17(a) of the Public Utility Holding Company Act of 1930 or Section 17(a) of the Public Utility Holding Company Act of 1930 or Section 17(a) of the Public Utility Holding Company Act of 1930 or Section 16(a) or Section 16(a) or Section 16(a) or Section 16(b) or Section 16(b) or Section 16(b) or Section 16(c) or Section 17(c) or Section 16(c) or Sectio										
Responses)										
	Symbol		r Trad	ing	Issuer					
	3. Date of Earliest 7 (Month/Day/Year) 04/23/2012	. Date of Earliest Transaction Month/Day/Year)				X Director 10% Owner X Officer (give title Other (specify below) below) CEO and President				
(Street) MA 02115		hth/Day/Year) Applicable Line) _X_ Form filed b					One Reporting Person			
(State) (Zip)	Table I - Non-	Derivative	e Secu	rities Acqu	iired, Disposed of,	or Beneficial	ly Owned			
(Month/Day/Year) Execution any	on Date, if Transacti Code Day/Year) (Instr. 8)	or(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D) 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)			
04/23/2012(1)	S	1,753	D		887,744	D				
04/23/2012(1)	S	60	D	\$ 8.424 (2)	99,100	I <u>(3)</u>	By Trust $(3)$			
04/23/2012(1)	S	281	D	\$ 8.424 (2)	452,977	I (4)	By Trust $(4)$			
04/23/2012(1)	S	54	D	\$ 8.424 (2)	84,779	I <u>(5)</u>	By Trust $(5)$			
04/23/2012(1)	S	61	D	\$ 8.424 (2)	97,626	I <u>(6)</u>	By Trust			
	12 <b>A 4</b> UNITED STATE his box ger o STATEMENT C 16. or Filed pursuant to Section 17(a) of the 30(h Responses) Address of Reporting Person * AVID (First) (Middle) (First) (Middle) (Street) MA 02115 (Street) MA 02115 (State) (Zip) 2. Transaction Date 2A. Dee (Month/Day/Year) Executio any (Month/ 04/23/2012(1) 04/23/2012(1)	12 A 4 UNITED STATES SECURITIES Washington is box ger o STATEMENT OF CHANGES IN Section 17(a) of the Public Utility Ho auction 30(h) of the Investmen Responses) Address of Reporting Person <sup>1</sup> Address of Reporting Person <sup>1</sup> Address of Reporting Person <sup>1</sup> Address of Reporting Person <sup>1</sup> Address of Reporting Person <sup>1</sup> (First) (Middle) 3. Date of Earliest 1 (Month/Day/Year) ONITE, INC., 177 ONITE, INC., 177 ONITE, INC., 177 ONITE, INC., 177 ONITE, INC., 177 ONITE, INC., 177 OVAVENUE (Street) 4. If Amendment, E Filed(Month/Day/Year) (Street) 4. If Amendment, E Filed(Month/Day/Year) (Street) 3. (Month/Day/Year) Execution Date, if any Code V 04/23/2012(1) S 04/23/2012(1) S 04/23/2012(1) S	12       UNITED STATES SECURITIES AND EX Washington, D.C. 20         is box       STATEMENT OF CHANGES IN BENER Securities         16.       SECURITIES         or       Filed pursuant to Section 16(a) of the Securities section 17(a) of the Public Utility Holding Co 30(h) of the Investment Compa         Responses)       Section 17(a) of the Public Utility Holding Co 30(h) of the Investment Compa         Address of Reporting Person <sup>+</sup> 2. Issuer Name and Ticker o Symbol Carbonite Inc [CARB]         (First)       (Middle)       3. Date of Earliest Transaction (Month/Day/Year)         ONITE, INC., 177       O4/23/2012         ONAVENUE       (Street)       4. If Amendment, Date Origin Filed(Month/Day/Year)         MA 02115       State)       Security Person (Month/Day/Year)         (Month/Day/Year)       S       4. Security Person (Month/Day/Year)         O4/23/2012(1)       S       60         04/23/2012(1)       S       60         04/23/2012(1)       S       61	12 <b>NITED STATES SECURITIES AND EXCHANAL Washington, J.C. 20549</b> nis box <b>STATEMENT OF CHANGES IN BENEFICIA</b> SECURITIES         on       Filed pursuant to Section 16(a) of the Securities I Section 17(a) of the Public Utility Holding Compari- 30(h) of the Investment Company A         Madress of Reporting Person 1       2. Issuer Name and Ticker or Trad Symbol Carbonite Inc [CARB]         (First)       (Middle)         AVID       30(h) of the Investment, Date Original Filed(Month/Day/Year)         (Nonth/Day/Year)       04/23/2012         MA 02115       (State)         (State)       (Zip)         Tansaction Date       2A. Deemed         (Month/Day/Year)       3.         (Month/Day/Year)       (Instr. 8)         (Month/Day/Year)       (Instr. 8)         (Month/Day/Year)       (Instr. 8)	12 M 4 UNITED STATES SECURITIES AND EXCHANGE ON Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWN 16. 30 STATEMENT OF CHANGES IN BENEFICIAL OWN 16. 30 Section 17(a) of the Public Utility Holding Company Act of 30(h) of the Investment Company Act of 1940 Responses) Address of Reporting Person 1 AVID Symbol Carbonite Inc [CARB] (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) ONITE, INC., 177 ONITE, INC., 177 ONAVENUE (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) MA 02115 (State) (Zip) Table I - Non-Derivative Securities Acqu 2. Transaction Date 2. A. Deemed 3. (Month/Day/Year) MA 02115 (State) (Zip) Table I - Non-Derivative Securities Acqu 2. Transaction Date 2. A. Deemed 3. (Month/Day/Year) (Instr. 3, 4 and 5) (Month/Day/Year) MA 02115 (State) (Zip) Table I - Non-Derivative Securities Acqu 2. Transaction Date 2. A. Deemed 3. (Month/Day/Year) MA 02115 (State) (Zip) Table I - Non-Derivative Securities Acqu 2. Transaction Date 2. A. Deemed 3. (Month/Day/Year) (Instr. 3, 4 and 5) (Month/Day/Year) (Instr. 3, 4 and 5) (A) (2) (A)	12 <b>14</b> <b>15</b> <b>15</b> <b>16</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b>17</b> <b></b>	12 14 14 15 16 16 16 17 17 10 17 10 17 10 17 10 17 10 17 10 17 10 17 10 17 10 17 10 17 10 17 10 17 10 10 10 10 10 10 10 10 10 10			

Common Stock	04/23/2012(1)	S	54	D	\$ 8.424 (2)	84,779	I <u>(7)</u>	By Trust
Common Stock	04/23/2012(1)	S	61	D	\$ 8.424 (2)	97,626	I <u>(8)</u>	By Trust $(8)$
Common Stock	04/23/2012(1)	S	15	D	\$ 8.424 (2)	23,775	I <u>(9)</u>	By Trust
Common Stock	04/24/2012(1)	S	1,753	D	\$ 8.1929 (10)	885,991	D	
Common Stock	04/24/2012 <u>(1)</u>	S	60	D	\$ 8.1929 (10)	99,040	I <u>(3)</u>	By Trust $(3)$
Common Stock	04/24/2012 <u>(1)</u>	S	281	D	\$ 8.1929 (10)	452,696	I <u>(4)</u>	By Trust
Common Stock	04/24/2012(1)	S	54	D	\$ 8.1929 (10)	84,725	I <u>(5)</u>	By Trust
Common Stock	04/24/2012 <u>(1)</u>	S	61	D	\$ 8.1929 (10)	97,565	I <u>(6)</u>	By Trust
Common Stock	04/24/2012(1)	S	54	D	\$ 8.1929 (10)	84,725	I (7)	By Trust
Common Stock	04/24/2012 <u>(1)</u>	S	61	D	\$ 8.1929 (10)	97,565	I <u>(8)</u>	By Trust (8)
Common Stock	04/24/2012 <u>(1)</u>	S	15	D	\$ 8.1929 (10)	23,760	I <u>(9)</u>	By Trust
Common Stock						24,525	I (11)	By Spouse
Common Stock						3,000	I <u>(12)</u>	By Son (12)
Common Stock						3,000	I <u>(13)</u>	By Son (13)
Common Stock						3,000	I <u>(14)</u>	By Daughter (14)
Common Stock						3,000	I <u>(15)</u>	By Daughter (15)

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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transact Code (Instr. 8)	5. ionNumber of Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	5	ate	Unde Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owno Follo Repo Trans (Instr
			Code V	7 (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
FRIEND DAVID C/O CARBONITE, INC. 177 HUNTINGTON AVENUE BOSTON, MA 02115	Х		CEO and President					
Signatures								
/s/ Robert Katz, by power of attorney		04/25/2012						

<u>\*\*</u>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 December 12, 2011.

The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$8.21 to \$8.62, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the

- (2) to solve, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, of the sum of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.
- (3) These shares are owned by the David Friend 2011 Qualified Annunity Trust I. The reporting person is trustee of the trust. The reporting person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein 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.

These shares are owned by the David Friend 2010 Qualified Annunity Trust I. The reporting person is trustee of the trust. The reporting person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein 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.

These shares are owned by the David Friend 2009 Qualified Annunity Trust II. The reporting person is trustee of the trust. The reporting person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein 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.

- These shares are owned by the David Friend 2009 Qualified Annunity Trust III. The reporting person is trustee of the trust. The reporting person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein 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.
- These shares are owned by the Margaret F.A. Shepherd 2009 Qualified Annuity Trust. The reporting person's spouse is trustee of the trust. 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.

These shares are owned by the Margaret F.A. Shepherd 2009 Qualified Annuity Trust II. The reporting person's spouse is trustee of the trust. 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.

These shares are owned by the Friend-Shepherd Family 2009 Irrevocable Trust II. The reporting person is trustee of the trust. The
 (9) reporting person disclaims beneficial ownership of these securities, except to the extent of his pecuniary interest therein 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.

The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$8.02 to \$8.40, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, or the staff of the

(10) to \$8.40, inclusive. The reporting person undertakes to provide to the issuer, any security holder of the issuer, of the start of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in this footnote.

These shares are owned by Margaret F.A. Shepherd. The reporting person disclaims beneficial ownership of these securities and this(11) 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.

- (12) These shares are owned by Jasper Friend. 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.
- (13) These shares are owned by Zachery Friend. 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.
- (14) These shares are owned by Lilian Friend. 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.
- (15) These shares are owned by Zoe Friend. 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.