

MCGUIRE TERRANCE
Form 4
December 01, 2009

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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 *
BARRETT DAVID E

(Last) (First) (Middle)

C/O POLARIS VENTURE PARTNERS, 1000 WINTER STREET, SUITE 3350

(Street)

WALTHAM, MA 02451

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
LogMeIn, Inc. [LOGM]

3. Date of Earliest Transaction (Month/Day/Year)
11/25/2009

4. 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)

6. Individual or Joint/Group Filing(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 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) | | | |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|-----------|---|---|
| | | | Code | V | Amount | (A) or (D) | Price | | | |
| Common Stock | 11/25/2009 | | S | | 297,567 ⁽¹⁾ | D | \$ 18.5 | 2,587,832 | I | By Polaris Venture Partners IV, L.P. ⁽²⁾ |
| Common Stock | 11/25/2009 | | S | | 5,580 ⁽¹⁾ | D | \$ 18.5 | 48,526 | I | By Polaris Venture Partners Entrepreneurs' Fund IV, L.P. ⁽²⁾ |

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

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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 Owned Following Transaction (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------|-------|
| | Director | 10% Owner | Officer | Other |
| BARRETT DAVID E C/O POLARIS VENTURE PARTNERS 1000 WINTER STREET, SUITE 3350 WALTHAM, MA 02451 | X | X | | |
| Flint Jonathan A C/O POLARIS VENTURE PARTNERS 1000 WINTER STREET, SUITE 3350 WALTHAM, MA 02451 | | | X | |
| MCGUIRE TERRANCE C/O POLARIS VENTURE PARTNERS 1000 WINTER STREET, SUITE 3350 WALTHAM, MA 02451 | | | X | |
| SPOON ALAN G C/O POLARIS VENTURE PARTNERS 1000 WINTER STREET, SUITE 3350 WALTHAM, MA 02451 | | | X | |
| POLARIS VENTURE PARTNERS IV LP 1000 WINTER STREET SUITE 3350 | | | X | |

WALTHAM, MA 02451

POLARIS VENTURE PARTNERS ENTREPRENEURS FUND IV LP
 1000 WINTER STREET
 SUITE 3350
 WALTHAM, MA 02451

X

Polaris Venture Management Co IV LLC
 1000 WINTER STREET
 SUITE 3350
 WALTHAM, MA 02451

X

Signatures

Michael J. Donahue,
 attorney-in-fact 11/30/2009

__Signature of Reporting Person Date

John Gannon, attorney-in-fact 11/30/2009

__Signature of Reporting Person Date

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John Gannon, attorney-in-fact 11/30/2009

__Signature of Reporting Person Date

Michael J. Donahue,
 attorney-in-fact 11/30/2009

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 attorney-in-fact 11/30/2009

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 attorney-in-fact 11/30/2009

__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) These shares were sold in a firm commitment underwritten public offering pursuant to an underwriting agreement dated as of November 19, 2009 by and between the Company, the several underwriters and the selling stockholders identified therein.

Jonathan A. Flint ("Flint"), Terrance G. McGuire ("McGuire") and Alan G. Spoon ("Spoon") are the managing members, and David E. Barrett ("Barrett") is a member, of Polaris Venture Management Co. IV, L.L.C. ("Polaris IV"), which is the sole general partner for each of Polaris Venture Partners IV L.P. ("PVP IV") and Polaris Venture Partners Entrepreneurs' Fund IV L.P. ("Entrepreneurs' IV"). Each of (2) Flint, McGuire, Spoon, Barrett and Polaris IV may be deemed to beneficially own the shares held by PVP IV and Entrepreneurs' IV, but Flint, McGuire, Spoon, Barrett and Polaris IV disclaim beneficial ownership of such shares except to the extent of their pecuniary interest therein.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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