

Donahue Michael J
 Form 4
 September 08, 2010

FORM 4

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

OMB APPROVAL

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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 *
 Donahue Michael J

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 C/O LOGMEIN, INC., 500 UNICORN PARK DR.

3. Date of Earliest Transaction (Month/Day/Year)
 09/03/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 VP and General Counsel

(Street)
 WOBURN, MA 01801

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 | 09/03/2010 | 09/03/2010 | M | 2,500 A \$ 9.275 | 2,500 | D | |
| Common Stock | 09/03/2010 | 09/03/2010 | S | 2,500 D \$ 32.6036 (1) | 0 | D | |
| Common Stock | 09/07/2010 | 09/07/2010 | M | 1,857 A \$ 9.275 | 1,857 | D | |
| Common Stock | 09/07/2010 | 09/07/2010 | S | 1,857 (2) D \$ 32.4402 (3) | 0 | D | |
| | 09/07/2010 | 09/07/2010 | M | 428 A \$ 10.75 | 428 | D | |

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Common
Stock

| | | | | | | | | |
|-----------------|------------|------------|---|--------------------|---|---------------|---|---|
| Common Stock | 09/07/2010 | 09/07/2010 | S | 428 ⁽²⁾ | D | \$ 32.4404 | 0 | D |
| | | | | | | <u>(4)</u> | | |

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.

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(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. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Stock Option (Right to Buy) | \$ 9.275 | 09/03/2010 | 09/03/2010 | M | 2,500 | ⁽⁵⁾ 07/19/2017 | Common Stock | 2,500 |
| Stock Option (Right to Buy) | \$ 9.275 | 09/07/2010 | 09/07/2010 | M | 1,857 | ⁽⁵⁾ 07/19/2017 | Common Stock | 1,857 |
| Stock Option (Right to Buy) | \$ 10.75 | 09/07/2010 | 09/07/2010 | M | 428 | ⁽⁶⁾ 01/17/2018 | Common Stock | 428 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Donahue Michael J C/O LOGMEIN, INC., 500 UNICORN PARK DR. | | | VP and General Counsel | |

WOBURN, MA 01801

Signatures

Michael J.
Donahue

09/08/2010

__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 price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.55 to \$32.68, inclusive. Upon the request of any security holder of the Issuer, or the staff of the Securities and Exchange Commission, full information regarding the number of shares sold at each separate price within the ranges set forth in this Form 4 shall be provided.
 - (2) Sales made pursuant to a 10(b)5-1 plan adopted by the Reporting Person in accordance with Rule 10(b)5-1 of the Securities Exchange Act of 1934, as amended.
 - (3) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.16 to \$32.895, inclusive. Upon the request of any security holder of the Issuer, or the staff of the Securities and Exchange Commission, full information regarding the number of shares sold at each separate price within the ranges set forth in this Form 4 shall be provided.
 - (4) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$32.18 to \$32.82, inclusive. Upon the request of any security holder of the Issuer, or the staff of the Securities and Exchange Commission, full information regarding the number of shares sold at each separate price within the ranges set forth in this Form 4 shall be provided.
 - (5) The shares subject to the option vest in four equal annual installments beginning on June 27, 2008, such that 100% of the shares subject to the option will be fully vested on June 27, 2011.
 - (6) The shares subject to the option vest in four equal annual installments beginning on January 17, 2009, such that 100% of the shares subject to the option will be fully vested on January 17, 2012.

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.