Edgar Filing: THERMAGE INC - Form 4

| THERMAGE | E INC | | | | | | | | | | | |
|--|------------------------|------------------------|------------------------|-----------------|----------------------------|---|---|---|----------------------------|-------------------------|--|--|
| Form 4 | | | | | | | | | | | | |
| June 25, 200 | 7 | | | | | | | | | | | |
| FORM 4 UNITED STATES SECURITIES AND EXCHANCE COMMISSION | | | | | | | | OMB A | OMB APPROVAL | | | |
| UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549 | | | | | | | | OMB Number: | 3235-0287 | | | |
| Check this box if no longer | | | | | | | | | Expires: | January 31, 2005 | | |
| subject to | | EMENT O | F CHAN | | ES IN BENEFICIAL OWNERSHIP | | | | Estimated average | | | |
| Section 1 | Section 16. SECURITIES | | | | | | burden hours per | | | | | |
| Form 4 or Form 5 | - | | G . 1 | | a . | · | | A (61024 | response 0. | | | |
| obligation | • • • • • | | | | | | - | e Act of 1934, | | | | |
| may cont | inue. Section I | | | • | • | - · | | f 1935 or Section | n | | | |
| See Instru | uction | 50(II) | of the In | vestment | Compan | y Act | 01 194 | FO . | | | | |
| 1(b). | | | | | | | | | | | | |
| (Print or Type F | Responses) | | | | | | | | | | | |
| | | | | | | | | | | | | |
| 1. Name and A | ddress of Reporti | ng Person [*] | 2. Issuer | Name and | l Ticker or | Tradin | g | 5. Relationship of Reporting Person(s) to | | | | |
| | HALER VEN | TURE | Symbol | | | | | Issuer | | | | |
| PARTNERS V LP THERM | | | | MAGE INC [THRM] | | | | (Check all applicable) | | | | |
| (Last) | (First) | (Middle) | 3. Date of | Earliest T | ransaction | | | (Chee | k all applicable |) | | |
| | | | nth/Day/Year) | | | DirectorX 10% Owner | | | | | | |
| | | | 2007 | | | | Difficer (give title Other (specify below) below) | | | | | |
| | | | endment, Date Original | | | 6. Individual or Joint/Group Filing(Check | | | | | | |
| | | | onth/Day/Year) | | | | Applicable Line) | | | | | |
| | | | | | | | | Form filed by C | | | | |
| CLEVELAN | ND, OH 44113 | 3 | | | | | | _X_ Form filed by M Person | | eporting | | |
| (City) | (State) | (Zip) | Tabl | e I - Non-I | Derivative | Securi | ties Acq | uired, Disposed of | , or Beneficial | ly Owned | | |
| 1.Title of | 2. Transaction I | Date 2A. Dee | med | 3. | 4. Securi | ties Ac | quired | 5. Amount of | 6. Ownership | 7. Nature of | | |
| Security | (Month/Day/Ye | ar) Executio | on Date, if | Transacti | on(A) or D | sposed | l of (D) | Securities | Form: Direct | | | |
| (Instr. 3) | | any | D/V) | Code | (Instr. 3, | 4 and 3 | 5) | Beneficially Owned | (D) or | Beneficial | | |
| | | (Month/ | Day/Year) | (Instr. 8) | | | | Following | Indirect (I) (Instr. 4) | Ownership (Instr. 4) | | |
| | | | | | | () | | Reported | (1115411-1) | (1115111-1) | | |
| | | | | | | (A) or | | Transaction(s) | | | | |
| | | | | Code V | Amount | | Price | (Instr. 3 and 4) | | | | |
| Common Stock | 06/21/2007 | | | S | 16,650 | D | \$ 8.45 | 1,697,043 | D <u>(1)</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.

 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) | 4. 5. TransactionNumber Code of (Instr. 8) Derivativ Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Expiration Date (Month/Day/Year) ve es d d | | 7. Title and Amount of Underlying Securities (Instr. 3 and | Derivative Security (Instr. 5) | 9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr |
|---|---|---|--|---------|---|--------------------|--|--------------------------------------|--|
| | | | Code V | (A) (D) |) Date Exercisable | Expiration Date | Title Amou or Numl of Share | ber | |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | | | |
|---|---------------|-----------|---|-------|--|--|
| | Director | 10% Owner | • | Other | | |
| MORGENTHALER VENTURE PARTNERS V LP 50 PUBLIC SQUARE SUITE 2700 CLEVELAND, OH 44113 | | Х | | | | |
| MORGENTHALER PARTNERS VII LP 50 PUBLIC SQUARE SUITE 2700 CLEVELAND, OH 44113 | | Х | | | | |

Signatures

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Theodore A. 06/25/2007 Laufik

**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).
- The reported securities are owned directly by Morgenthaler Venture Partners V, LP and indirectly by Morgenthaler Management Partners (1) V, LLC as general partner of Morgenthaler Venture Partners V, LP. Morgenthaler Management Partners V, LLC disclaims beneficial owership of these securities except to the extent of its 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. 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.