MCGUIRE TERRANCE

Form 4 May 12, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

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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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * BARRETT DAVID E			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)	3. Date of Earliest Transaction	(check an applicable)		
C/O POLARIS VENTURE PARTNERS, 1000 WINTER STREET, SUITE 3350		_	(Month/Day/Year) 05/11/2010	X Director 10% Owner Officer (give title below) Other (specify below)		
(Street)			4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting Person		
WALTHAM, MA 02451			Filed(Month/Day/Year)			

(City)	(State)	(Zip) Table	e I - Non-D	erivative Se	curiti	es Acqı	uired, Disposed o	f, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securitie on(A) or Disp (Instr. 3, 4)	osed c	of (D)	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)
Common Stock	05/10/2010		J <u>(1)</u>	450,000	D	\$0	2,079,664	I	See Footnote (2)
Common Stock	05/10/2010		J(3)	8,500	D	\$0	38,935	I	See Footnote

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

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number.

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exer	cisable and	7. Titl	le and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	orNumber	Expiration D	ate	Amou	int of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	/Year)	Under	rlying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Secur	ities	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
									Amount		
									Amount		
						Date	Expiration	T:41-	or Namel		
						Exercisable	Date	Title	Number		
				C 1 W	(A) (D)				of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address		Relationships					
4	Director	10% Owner	Officer	Other			
BARRETT DAVID E C/O POLARIS VENTURE PARTNERS 1000 WINTER STREET, SUITE 3350 WALTHAM, MA 02451	X						
POLARIS VENTURE PARTNERS ENTREPRENEURS FUND IV LP C/O POLARIS VENTURE PARTNERS 1000 WINTER STREET, SUITE 3350 WALTHAM, MA 02451		X					
POLARIS VENTURE PARTNERS IV LP 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					
Flint Jonathan A 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		X					

Reporting Owners 2

WALTHAM, MA 02451

Polaris Venture Management Co IV LLC C/O POLARIS VENTURE PARTNERS 1000 WINTER STREET, SUITE 3350 WALTHAM, MA 02451

X

Signatures

/s/ David E. Barrett		05/12/2010	
<u>**</u> Signat	ure of Reporting Person	Date	
/s/ Alan Spoon		05/12/2010	
<u>**</u> Signat	ure of Reporting Person	Date	
/s/ Jonathan A. Flint		05/12/2010	
<u>**</u> Signat	ure of Reporting Person	Date	
/s/ Terrance G. McGuire		05/12/2010	
<u>**</u> Signat	ure of Reporting Person	Date	
/s/ John Gannon Polaris Venture Management Co. IV, L.L.C. By: John Gannon Authorized signatory for Polaris Venture Management Co. IV, L.L.C.			
<u>**</u> Signat	ure of Reporting Person	Date	
/s/ John Gannon Polaris Venture Partners Polaris Venture Partners IV, L.P.	s IV, L.P. By: John Gannon Authorized signatory for	05/12/2010	
<u>**</u> Signat	ure of Reporting Person	Date	
/s/ John Gannon Polaris Venture Partners Authorized signatory for Polaris Venture	S Entrepreneurs' Fund IV, L.P. By: John Gannon Partners Entrepreneurs' Fund IV, L.P.	05/12/2010	
**Signat	ure 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) Pro-rata distribution from Polaris Venture Partners IV, L.P. ("PVP IV") to the partners of PVP IV.
 - The reportable securities are owned directly by PVP IV. Polaris Venture Management Co. IV, L.L.C. ("PVM IV") is the general partner of PVP IV. PVM IV disclaims beneficial ownership of these securities and this report shall not be deemed an admission that PVM IV is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of its pecuniary interest
- (2) therein. Each of Jonathan A. Flint ("Flint"), Terrance G. McGuire ("McGuire") and Alan G. Spoon ("Spoon") are the managing members of PVM IV. Each of Flint, McGuire and Spoon disclaims beneficial ownership of these securities and this report shall not be deemed an admission that any of them is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of their pecuniary interest therein.
- (3) Pro-rata distribution from Polaris Venture Partners Entrepreneurs' Fund IV, L.P. ("PVPE IV") to the partners of PVPE IV.
 - The reportable securities are owned directly by PVPE IV. PVM IV is the general partner of PVPE IV. PVM IV disclaims beneficial ownership of these securities and this report shall not be deemed an admission that PVM IV is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of its pecuniary interest therein. Each of Flint, McGuire McGuire
- and Spoon are the managing members of PVM IV. Each of Flint, McGuire and Spoon disclaims beneficial ownership of these securities and this report shall not be deemed an admission that any of them is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, 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. 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.

Signatures 3