

Benson Steven J.
Form 4
October 05, 2011

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 *
Benson Steven J.

(Last) (First) (Middle)

C/O PRISM VENTURE PARTNERS, 177 KENDRICK STREET SUITE 200

(Street)

NEEDHAM, MA 02494

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
10/03/2011

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)
				(A) or (D)	Price		
Common Stock	10/03/2011		S ⁽¹⁾	12,100 D	\$ 31.0133 <u>(2)</u>	1,612,900	I Prism Venture Partners IV, L.P. <u>(3)</u>
Common Stock	10/03/2011		S ⁽¹⁾	14,900 D	\$ 32.5421 <u>(4)</u>	1,598,000	I Prism Venture Partners IV, L.P. <u>(3)</u>
	10/03/2011		S ⁽¹⁾	3,000 D		1,595,000	I

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Common Stock					\$ 33.0066 <u>(5)</u>				Prism Venture Partners IV, L.P. <u>(3)</u>
Common Stock	10/04/2011		<u>S(1)</u>	8,123	D	\$ 30.7024 <u>(6)</u>	1,586,877	I	Prism Venture Partners IV, L.P. <u>(3)</u>
Common Stock	10/04/2011		<u>S(1)</u>	31,077	D	\$ 31.4953 <u>(7)</u>	1,555,800	I	Prism Venture Partners IV, L.P. <u>(3)</u>
Common Stock	10/04/2011		<u>S(1)</u>	10,800	D	\$ 32.1734 <u>(8)</u>	1,545,000	I	Prism Venture Partners IV, L.P. <u>(3)</u>
Common Stock	10/05/2011		<u>S(1)</u>	25,588	D	\$ 32.8815 <u>(9)</u>	1,519,412	I	Prism Venture Partners IV, L.P. <u>(3)</u>
Common Stock	10/05/2011		<u>S(1)</u>	19,412	D	\$ 33.5206 <u>(10)</u>	1,500,000	I	Prism Venture Partners IV, L.P. <u>(3)</u>

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

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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)	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. Nu
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(9) The price reflected is the weighted-average sale price for shares sold. The range of sale prices for the transactions reported was 32.25 to 33.24 per share. The reporting person undertakes to provide, upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

(10) The price reflected is the weighted-average sale price for shares sold. The range of sale prices for the transactions reported was 33.25 to 34.00 per share. The reporting person undertakes to provide, upon request by the SEC staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

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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