LogMeIn, Inc. Form 4 July 05, 2013

FORM 4

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

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Form 4 or Form 5 obligations may continue. See Instruction

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

1(b).

Common

Stock

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading Kelliher James F. Issuer Symbol LogMeIn, Inc. [LOGM] (Check all applicable) (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Director 10% Owner X_ Officer (give title Other (specify C/O LOGMEIN, INC., 320 07/03/2013 below) SUMMER STREET, SUITE 100 CFO and Treasurer (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting BOSTON, MA 02210 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities 5. Amount of 7. Nature of Indirect Security (Month/Day/Year) Execution Date, if TransactionAcquired (A) or Securities Ownership Beneficial (Instr. 3) any Code Disposed of (D) Beneficially Form: Ownership (Month/Day/Year) (Instr. 3, 4 and 5) Owned Direct (D) (Instr. 4) (Instr. 8) Following or Indirect Reported (A) Transaction(s) (Instr. 4) (Instr. 3 and 4) Code V Amount (D) Price Common 07/03/2013 07/03/2013 M 7,862 Α <u>(1)</u> 31,530 D Stock UGMA/UTMA custodial Common 4,000 I account FBO Stock Devon Kelliher (2)

4,000

I

UGMA/UTMA custodial

account FBO

Liam Kelliher

(2)

OMB APPROVAL

3235-0287

January 31,

2005

0.5

OMB

Number:

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response...

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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. Transactio Code (Instr. 8)	5. Number omf 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	07/03/2013	07/03/2013	F	3,804	(3)	07/03/2022	Common Stock	3,804
Restricted Stock Units	(1)	07/03/2013	07/03/2013	M	7,862	(3)	07/03/2022	Common Stock	7,862

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Kelliher James F. C/O LOGMEIN, INC. 320 SUMMER STREET, SUITE 100 BOSTON, MA 02210

CFO and Treasurer

Signatures

Michael J. Donahue, attorney-in-fact 07/05/2013

**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) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.

(2)

Reporting Owners 2

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The shares are held in a custodial account for the benefit of one of Mr. Kelliher's children. Mr. Kelliher maintains investment control over the account.

- The restricted stock units shall vest in three equal installments over a three-year period commencing on the first anniversary of the date of grant so that 100% of the restricted stock units will be vested as of July 3, 2015. These restricted stock units also provide for accelerated vesting in the event that the Reporting Person's employment is terminated in connection with an acquisition of the Issuer.
- (4) The shares of common stock underlying the restricted stock units reported as disposed herein were retained (but not issued) by the Issuer in satisfaction of tax withholding obligations associated with the vesting of such units.
- (5) The restricted stock units reported as disposed herein were settled for shares of the Issuer's common stock.

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.