

Donahue Michael J
Form 4
February 19, 2019

FORM 4

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

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
Donahue Michael J

(Last) (First) (Middle)

C/O LOGMEIN, INC., 320
SUMMER STREET

(Street)

BOSTON, MA 02210

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2019

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify
below) below)

SVP and General Counsel

6. Individual or Joint/Group Filing(Check
Applicable Line)
__X__ 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)
Common Stock	02/14/2019	02/14/2019	M	3,381 A	7,381	D	
Common Stock	02/14/2019	02/14/2019	M	3,426 A	10,807	D	

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

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(9-02)

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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. Title and Amount of Underlying Securities (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance RSUs	(1)	02/14/2019	02/14/2019	F		1,473		(3)	(3)	Common Stock	1,473
Performance RSUs	(1)	02/14/2019	02/14/2019	M		3,381		(3)	(3)	Common Stock	3,381
Restricted Stock Units	(2)	02/14/2019	02/14/2019	F		1,428		(6)	(6)	Common Stock	1,428
Restricted Stock Units	(2)	02/14/2019	02/14/2019	M		3,426		(6)	(6)	Common Stock	3,426

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Donahue Michael J C/O LOGMEIN, INC. 320 SUMMER STREET BOSTON, MA 02210	SVP and General Counsel

Signatures

Michael J.
Donahue
02/19/2019

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 Performance RSU represents a contingent right to receive one share of the Issuer's common stock.
- (2) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.
- (3) 100% of shares subject to the PRSUs vested on the two-year anniversary of the grant date subject to (a) the Issuer's achievement of a specified Adj. EBITDA Margin goal measured over two performance periods, with 50% of the PRSU subject to the performance period starting on January 1, 2017 and ending on December 31, 2017 (the "2017 performance period") and the remaining 50% of the PRSU

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subject to the performance period starting on January 1, 2018 and ending on December 31, 2018 (the "2018 performance period"); and (b) the Reporting Person continuing to be an employee, officer or director of, the Issuer on the vesting date.

- (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.
- (6) 100% of the restricted stock units vested on February 14, 2019, the two-year anniversary of the date of grant.

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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