

PRISM VENTURE PARTNERS IV L P

Form 4

November 09, 2010

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
PRISM VENTURE PARTNERS IV
L P

(Last) (First) (Middle)

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)
11/05/2010

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
____ Form filed by One Reporting Person
____X____ 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)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	11/05/2010		S		102,539	D	\$ 40.0947 (1)	2,397,461	I	Prism Venture Partners IV, L.P. (2)
Common Stock	11/08/2010		S		76,732	D	\$ 40.0905 (3)	2,320,729	I	Prism Venture Partners IV, L.P. (2)
Common Stock	11/09/2010		S		70,729	D	\$ 39.9961	2,250,000	I	Prism Venture

(4)

Partners
IV, L.P.
(2) (2)

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) (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. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Own Follo Repor Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address**Relationships**

Director 10% Owner Officer Other

PRISM VENTURE PARTNERS IV L P
177 KENDRICK STREET
SUITE 200
NEEDHAM, MA 02494

X

PRISM INVESTMENT PARTNERS IV LP
177 KENDRICK STREET
SUITE 200
NEEDHAM, MA 02494

X

Prism Venture Partners IV, LLC
177 KENDRICK STREET
SUITE 200
NEEDHAM, MA 02494

X

Signatures

/s/ Alyssa Scaparotti as Attorney-in-Fact on behalf of Steven J. Benson, Managing Member of PVP IV LLC, general partner of PIP IV, general partner of PVP IV, pursuant to a Power of Attorney attached hereto.

11/09/2010

__Signature of Reporting Person

Date

/s/ Alyssa Scaparotti as Attorney-in-Fact on behalf of Steven J. Benson, Managing Member of PVP IV LLC, general partner of PIP IV, pursuant to a Power of Attorney, dated 11/30/09 attached hereto.

11/09/2010

__Signature of Reporting Person

Date

/s/ Alyssa Scaparotti as Attorney-in-Fact on behalf of Steven J. Benson, Managing Member of PVP IV LLC, pursuant to a Power of Attorney, dated 11/30/09 attached hereto.

11/09/2010

__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) The price reflected is the weighted-average sale price for shares sold. The range of sale prices for the transactions reported was 40.05 to 40.25 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.

(2) Consists of securities held directly by Prism Venture Partners IV, L.P. ("PVP IV"). Prism Investment Partners IV, L.P. ("PIP IV") is the sole general partner of PVP IV. Prism Venture Partners IV, LLC ("PVP IV LLC") is the sole general partner of PIP IV. Each of PIP IV and PVP IV LLC may be deemed to beneficially own the shares held by PVP IV, but each of PIP IV and PVP IV LLC disclaims beneficial ownership of such shares except to the extent of its pecuniary interest therein.

(3) The price reflected is the weighted-average sale price for shares sold. The range of sale prices for the transactions reported was 40.05 to 40.20 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.

(4) The price reflected is the weighted-average sale price for shares sold. The range of sale prices for the transactions reported was 39.95 to 40.1 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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