Kelliher James F. Form 4 February 26, 2013

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

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).

(Print or Type Responses)

OMB APPROVAL

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1. Name and Address of Reporting Person _ Kelliher James F.		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	(53333335 54773335)			
C/O LOGMEIN, INC., 500 UNICORN PARK DR.		(Month/Day/Year) 02/24/2013	Director 10% Owner _X_ Officer (give title Other (specify below) CFO and Treasurer			
(Street)		4. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
WOBURN, MA 01801			Form filed by More than One Reporting Person			

(City)	(State)	(Zip)	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned
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1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year) 02/24/2013	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. SecurionAcquired Disposed (Instr. 3, Amount 1,707	l (A) of (D) 4 and (A) or))	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							4,000	I	UGMA/UTMA custodial account FBO Devon Kelliher
Common Stock							4,000	I	UGMA/UTMA custodial account FBO Liam Kelliher

(2)

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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. Transacti 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	02/24/2013		F		793	(3)	02/24/2022	Common Stock	793
Restricted Stock Units	<u>(1)</u>	02/24/2013		M		1,707	(3)	02/24/2022	Common Stock	1,707

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

Kelliher James F.

C/O LOGMEIN, INC., 500 UNICORN PARK DR.

CFO and Treasurer

Signatures

WOBURN, MA 01801

Michael J. Donahue, attorney-in-fact 02/26/2013

**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) 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.

Reporting Owners 2

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- The restricted stock units vest in three equal installments over a three-year period commencing on the first anniversary of the date of grant (3) so that 100% of the restricted stock units will be vested as of February 24, 2015. Vested shares will be delivered to the reporting person within five business days after such shares have become vested.
- (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.