

Benson Steven J.  
Form 4  
May 07, 2012

**FORM 4**

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

OMB APPROVAL

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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

(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)  
05/04/2012

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 Ownership (Instr. 4)		
				Code	V	Amount				(A) or (D)	Price
Common Stock	05/04/2012		S <sup>(1)</sup>			25,000	D	\$ 32.7426 <sup>(2)</sup>	885,000	I	Prism Venture Partners IV, L.P. <sup>(3)</sup>
Common Stock	05/07/2012		S <sup>(1)</sup>			35,000	D	\$ 33.0421 <sup>(4)</sup>	850,000	I	Prism Venture Partners IV, L.P. <sup>(3)</sup>



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LLC. Benson may be deemed to beneficially own the shares held by PVP IV, but Benson disclaims beneficial ownership of such shares except to the extent of his pecuniary interest therein.

- The price reflected is the weighted-average sale price for shares sold. The range of sale prices for the transactions reported was 32.64 to (4) 33.40 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. 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.