

THERMAGE INC

Form 4

October 03, 2007

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
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
WILSON GARY L /CA/

(Last) (First) (Middle)

**C/O THERMAGE, INC., 25881
INDUSTRIAL BOULEVARD**

(Street)

HAYWARD, CA 94545

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

THERMAGE INC [THRM]

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

10/01/2007

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)

VP International Sales

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/01/2007		X ⁽¹⁾		4,000	A	\$ 1.1 8,695
Common Stock	10/01/2007		S ⁽¹⁾		100	D	\$ 7.28 8,595
Common Stock	10/01/2007		S ⁽¹⁾		100	D	\$ 7.29 8,495
Common Stock	10/01/2007		S ⁽¹⁾		500	D	\$ 7.3 7,995
Common Stock	10/01/2007		S ⁽¹⁾		200	D	\$ 7.31 7,795

Edgar Filing: THERMAGE INC - Form 4

Common Stock	10/01/2007	<u>S</u> (1)	300	D	\$ 7.32	7,495	D
Common Stock	10/01/2007	<u>S</u> (1)	200	D	\$ 7.33	7,295	D
Common Stock	10/01/2007	<u>S</u> (1)	300	D	\$ 7.35	6,995	D
Common Stock	10/01/2007	<u>S</u> (1)	100	D	\$ 7.36	6,895	D
Common Stock	10/01/2007	<u>S</u> (1)	100	D	\$ 7.37	6,795	D
Common Stock	10/01/2007	<u>S</u> (1)	300	D	\$ 7.38	6,495	D
Common Stock	10/01/2007	<u>S</u> (1)	200	D	\$ 7.39	6,295	D
Common Stock	10/01/2007	<u>S</u> (1)	500	D	\$ 7.4	5,795	D
Common Stock	10/01/2007	<u>S</u> (1)	200	D	\$ 7.43	5,595	D
Common Stock	10/01/2007	<u>S</u> (1)	300	D	\$ 7.45	5,295	D
Common Stock	10/01/2007	<u>S</u> (1)	400	D	\$ 7.48	4,895	D
Common Stock	10/01/2007	<u>S</u> (1)	200	D	\$ 7.52	4,695	D

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. 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. Amount or Number of	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of

Shares

Employee

Stock

Option \$ 1.1 10/01/2007

X 4,000

(2)

11/20/2013

Common
Stock

4,000

(right to
buy)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WILSON GARY L /CA/ C/O THERMAGE, INC. 25881 INDUSTRIAL BOULEVARD HAYWARD, CA 94545			VP International Sales	

Signatures

/s/ Gary Wilson 10/02/2007

 **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 sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 28, 2007.
- (2) The option had the following vesting schedule: 1/4 of the shares shall vest on November 10, 2004 and 1/48 of the shares vest each month thereafter.

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.