

LOGMEIN, INC.
Reported by
KELLIHER JAMES F.

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 08/20/13 for the Period Ending 08/16/13

Address	320 SUMMER STREET, SUITE 100 BOSTON, MA 02210
Telephone	781-638-9094
CIK	0001420302
Symbol	LOGM
SIC Code	7372 - Prepackaged Software
Industry	Software & Programming
Sector	Technology
Fiscal Year	12/31

FORM 4

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

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934
or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person * Kelliher James F. (Last) (First) (Middle) C/O LOGMEIN, INC., 320 SUMMER STREET, SUITE 100 (Street) BOSTON, MA 02210 (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol LogMeIn, Inc. [LOGM]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) CFO and Treasurer
3. Date of Earliest Transaction (MM/DD/YYYY) <p align="center">8/16/2013</p>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
4. If Amendment, Date Original Filed (MM/DD/YYYY)		

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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)			

Table II - Derivative Securities Beneficially Owned (e.g. , puts, calls, warrants, options, convertible securities)

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
					Code	V	(A)	(D)	Date Exercisable	Expiration Date				
Restricted Stock Units	(1)	8/16/2013	8/16/2013	A		20000	(2)	8/16/2023	Common Stock	20000	\$0.00	20000	D	
Performance RSU	(3)	8/16/2013	8/16/2013	A		20000	(4)	8/16/2023	Common Stock	20000	\$0.00	20000	D	
Performance RSU	(3)	8/16/2013	8/16/2013	A		20000	(5)	8/16/2023	Common Stock	20000	\$0.00	20000	D	

Explanation of Responses:

- (1) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.
- (2) The restricted stock units vest in three equal installments over a three-year period commencing on the first anniversary of the date of grant so that 100% of the restricted stock units will be vested as of August 16, 2016. Vested shares will be delivered to the reporting person within five business days after such shares have become vested.
- (3) Each Performance RSU represents a contingent right to receive one share of the Issuer's common stock; the number of Performance RSUs reported represents the maximum number of Performance RSUs that can be earned by the Reporting Person.
- (4) The vesting of these Performance RSUs is tied to the achievement of a performance goal, which is measured as the total shareholder return, or TSR, realized by the Issuer's stockholders over a two-year performance period from May 1, 2013 to May 1, 2015, versus the TSR realized for the same period by the Russell 2000 Index. The actual number of shares of the Issuer's common stock into which the Performance RSUs will convert will be calculated by multiplying the target number of Performance RSUs (10,000) by a percentage ranging from 0% to 200% based on the actual level at which the performance goal is attained. The shares earned during the performance period will vest on August 16, 2015 and will be delivered to the reporting person within five business days after such shares have become vested.

- (5) The vesting of these Performance RSUs is tied to the achievement of a performance goal, which is measured as the total shareholder return, or TSR, realized by the Issuer's stockholders over a three-year performance period from May 1, 2013 to May 1, 2016, versus the TSR realized for the same period by the Russell 2000 Index. The actual number of shares of the Issuer's common stock into which the Performance RSUs will convert will be calculated by multiplying the target number of Performance RSUs (10,000) by a percentage ranging from 0% to 200% based on the actual level at which the performance goal is attained. The shares earned during the performance period will vest on August 16, 2016 and will be delivered to the reporting person within five business days after such shares have become vested.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Kelliher James F. C/O LOGMEIN, INC. 320 SUMMER STREET, SUITE 100 BOSTON, MA 02210			CFO and Treasurer	

Signatures

Michael J. Donahue, attorney-in-fact

8/20/2013

** Signature of Reporting Person

Date

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

* 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).

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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