

**LOGMEIN, INC.**  
Reported by  
**BENSON STEVEN J.**

**FORM 3**  
(Initial Statement of Beneficial Ownership)

Filed 06/30/09 for the Period Ending 06/30/09

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 3

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

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## INITIAL STATEMENT OF 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

1. Name and Address of Reporting Person *  <b>Benson Steven J.</b>	2. Date of Event Requiring Statement (MM/DD/YYYY) <b>6/30/2009</b>	3. Issuer Name <b>and</b> Ticker or Trading Symbol  <b>LogMeIn, Inc. [LOGM]</b>
(Last) (First) (Middle)  <b>117 KENDRICK STREET, SUITE 200</b>	4. Relationship of Reporting Person(s) to Issuer (Check all applicable)  <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
(Street)  <b>NEEDHAM, MA 02494</b>  (City) (State) (Zip)	5. If Amendment, Date Original Filed (MM/DD/YYYY)	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

### Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<b>Common Stock</b>	<b>300370</b>	<b>I</b>	<b>See Footnote (1)</b>

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

1. Title of Derivate Security (Instr. 4)	2. Date Exercisable and Expiration Date (MM/DD/YYYY)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)		4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date	Title	Amount or Number of Shares			
<b>Series A Redeemable Convertible Preferred Stock</b>	<b>10/15/2004</b>	<b>(2)</b>	<b>Common Stock</b>	<b>2768849</b> <b>(2)</b>	<b>(2)</b>	<b>I</b>	<b>See Footnote (3)</b>
<b>Series A Redeemable Convertible Preferred Stock</b>	<b>12/13/2005</b>	<b>(2)</b>	<b>Common Stock</b>	<b>25194</b> <b>(2)</b>	<b>(2)</b>	<b>I</b>	<b>See Footnote (4)</b>
<b>Series B Redeemable Convertible Preferred Stock</b>	<b>12/5/2005</b>	<b>(2)</b>	<b>Common Stock</b>	<b>802563</b> <b>(2)</b>	<b>(2)</b>	<b>I</b>	<b>See Footnote (5)</b>

#### Explanation of Responses:

(1)

The Reporting Person is a member of Prism Venture Partners IV, LLC ("PVP IV LLC"), the sole general partner of Prism Investment Partners IV, L.P. ("PIP IV"), which is the sole general partner of Prism Venture Partners IV, L.P. ("PVP IV"). PVP IV is the beneficial

owner of 300,370 shares of the Issuer's common stock. The Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the PVP IV shares in which the Reporting Person has no actual pecuniary interest.

- (2) Each share of preferred stock represented herein is immediately convertible and will automatically convert upon the closing of the Issuer's initial public offering, into 0.4 shares of common stock, par value \$0.01 per share, of the Issuer, and has no expiration date.
- (3) The Reporting Person is a member of PVP IV LLC, the sole general partner of PIP IV, which is the sole general partner of PVP IV. PVP IV is the beneficial owner of 6,922,123 shares of the Issuer's Series A Redeemable Convertible Preferred Stock. The Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the PVP IV shares in which the Reporting Person has no actual pecuniary interest.
- (4) The Reporting Person is a member of PVP IV LLC, the sole general partner of PIP IV, which is the sole general partner of PVP IV. PVP IV is the beneficial owner of 62,985 shares of the Issuer's Series A Redeemable Convertible Preferred Stock. The Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the PVP IV shares in which the Reporting Person has no actual pecuniary interest.
- (5) The Reporting Person is a member of PVP IV LLC, the sole general partner of PIP IV, which is the sole general partner of PVP IV. PVP IV is the beneficial owner of 2,006,408 shares of the Issuer's Series B Redeemable Convertible Preferred Stock. The Reporting Person disclaims beneficial ownership within the meaning of Section 16 of the Securities Exchange Act of 1934, as amended, or otherwise of such portion of the PVP IV shares in which the Reporting Person has no actual pecuniary interest.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
<b>Benson Steven J. 117 KENDRICK STREET SUITE 200 NEEDHAM, MA 02494</b>	<b>X</b>	<b>X</b>		

**Signatures**

/s/ Steven J. Benson

6/30/2009

Date

\*\* Signature of Reporting Person

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 5(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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