

LOGMEIN, INC.

Reported by
NYE GORDON E

FORM 3

(Initial Statement of Beneficial Ownership)

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

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|-------------|--|
| Address | 320 SUMMER STREET, SUITE 100 BOSTON, MA 02210 |
| Telephone | 781-638-9094 |
| CIK | 0001420302 |
| Symbol | LOGM |
| Fiscal Year | 12/31 |

FORM 3

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

OMB APPROVAL
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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 * Nye Gordon E | 2. Date of Event Requiring Statement (MM/DD/YYYY) 6/30/2009 | 3. Issuer Name and Ticker or Trading Symbol LogMeIn, Inc. [LOGM] |
| (Last) (First) (Middle) 1212 ABBOT KINNEY BOULEVARD, UNIT B | 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) | |
| (Street) VENICE, CA 90291 | 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 |
| (City) (State) (Zip) | | |

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) |
|------------------------------------|--|---|--|
| Common Stock | 300370 | I | See Footnote (1) |

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 | | | |
| Series A Redeemable Convertible Preferred Stock | 10/15/2004 | (2) | Common Stock | 2768849 | (2) | I | See Footnote (3) |
| Series A Redeemable Convertible Preferred Stock | 12/13/2005 | (2) | Common Stock | 25194 | (2) | I | See Footnote (4) |
| Series B C Redeemable Convertible Preferred Stock | 12/5/2005 | (2) | Common Stock | 802563 | (2) | I | See Footnote (5) |

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 |
| Nye Gordon E 1212 ABBOT KINNEY BOULEVARD UNIT B VENICE, CA 90291 | | X | | |

Signatures

/s/ Gordon E. Nye

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.

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.