

# LOGMEIN, INC.

Reported by  
**SIMON MICHAEL K**

## FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 07/06/12 for the Period Ending 07/03/12

|             |  |
|-------------|--|
| Address     | 320 SUMMER STREET, SUITE 100<br>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

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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,  
Section 17(a) of the Public  
Utility Holding Company Act of 1935 or Section 30(f) of the  
Investment Company Act of 1940

|   |         |   |   |   |  |
|---|---------|---|---|---|--|
| 1. Name and Address of Reporting Person * |         | 2. Issuer Name and Ticker or Trading Symbol |   | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable)   |  |
| <b>Simon Michael K</b>                    |         | <b>LogMeIn, Inc. [ LOGM ]</b>               |   | <input checked="" type="checkbox"/> Director <span style="float:right">_____ 10% Owner</span><br><input checked="" type="checkbox"/> Officer (give title below) <span style="float:right">_____ Other (specify below)</span><br><b>CEO, President and Secretary</b> |  |
| (Last)                                    | (First) | (Middle)                                    | 3. Date of Earliest Transaction (MM/DD/YYYY)      |   |  |
|   |         |   | <b>7/3/2012</b>                                   |   |  |
| C/O LOGMEIN, INC., 500 UNICORN PARK DR.   |         |   | 4. If Amendment, Date Original Filed (MM/DD/YYYY) |   | 6. Individual or Joint/Group Filing (Check Applicable Line)            |
| (Street)                                  |         |   |   |   | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
| <b>WOBURN, MA 01801</b>                   |         |   |   |   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
| (City)                                    |         |   | (State)   |   | (Zip)  |

**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 | Title   | Amount or Number of Shares |  |   |  |  |
| <b>Restricted Stock Units</b>            | (1)  | 7/3/2012       | 7/3/2012                          | A                         |   | 60000  |     | (2)                                     | 7/3/2022        | <b>Common Stock</b>   | <b>60000</b>               | <b>\$0.00</b>                              | <b>60000</b>  | <b>D</b>   |  |

**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 shall 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 July 3, 2015. These restricted stock units also provide for accelerated vesting in the event that the Reporting Person's employment is terminated in connection with an acquisition of the Issuer.

**Reporting Owners**

| Reporting Owner Name / Address  | Relationships |           |                                     |       |
|---|---------------|-----------|-------------------------------------|-------|
|   | Director      | 10% Owner | Officer                             | Other |
| <b>Simon Michael K<br/>C/O LOGMEIN, INC., 500 UNICORN PARK DR.<br/>WOBURN, MA 01801</b> | <b>X</b>      |           | <b>CEO, President and Secretary</b> |       |

**Signatures**

Michael J. Donahue, attorney-in-fact

7/6/2012

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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