

LOGMEIN, INC.
Reported by
HERDIECH EDWARD K.

FORM 4
(Statement of Changes in Beneficial Ownership)

Filed 02/20/14 for the Period Ending 02/18/14

| | |
|-------------|--|
| 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

[] 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**

OMB APPROVAL
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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 * | | | 2. Issuer Name and Ticker or Trading Symbol | | | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) | | |
| Herdiech Edward K. | | | LogMeIn, Inc. [LOGM] | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) SVP, Finance | | |
| (Last) | (First) | (Middle) | 3. Date of Earliest Transaction (MM/DD/YYYY) | | | | | |
| | | | 2/18/2014 | | | | | |
| C/O LOGMEIN, INC., 320 SUMMER STREET | | | 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 | | |
| BOSTON, MA 02210 | | | | | | <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) | | | | Price |
| Common Stock | 2/19/2014 | 2/19/2014 | M | | 5000 | A | \$18.98 | 5000 | D | |
| Common Stock | 2/19/2014 | 2/19/2014 | S | | 1493 (1) | D | \$39.1815 (2) | 3507 | D | |
| Common Stock | 2/19/2014 | 2/19/2014 | S | | 3507 (1) | D | \$39.9077 (3) | 0 | 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 |
| Restricted Stock Units | (4) | 2/18/2014 | 2/18/2014 | A | | 12000 | | (5) | 2/18/2024 | Common Stock | 12000 | \$0.00 | 12000 | D | |
| Stock Option (Right to Buy) | \$18.98 | 2/19/2014 | 2/19/2014 | M | | 5000 | | (6) | 2/19/2020 | Common Stock | 5000 | \$0.00 | 0 | D | |

Explanation of Responses:

- Sales made pursuant to a 10(b)5-1 plan adopted by the Reporting Person in accordance with Rule 10(b)5-1 of the Securities Exchange Act of 1934, as amended.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$38.72 to \$39.58, inclusive. Upon the request of any security holder of the Issuer, or the staff of the Securities and Exchange Commission, full information regarding the number of shares sold at each separate price within the ranges set forth in this Form 4 shall be provided.
- The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$39.80 to \$40.10, inclusive. Upon the request of any security holder of the Issuer, or the staff of the Securities and Exchange Commission, full information regarding the number of shares sold at each separate price within the ranges set forth in this Form 4 shall

be provided.

- (4) Each restricted stock unit represents a contingent right to receive one share of the Issuer's common stock.
- (5) 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 February 18, 2017.
- (6) 25% of the shares subject to this option vested on February 19, 2011, and an additional 25% of the shares subject to this option vested annually thereafter, such that 100% of the shares subject to this option became fully vested on February 19, 2014.

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|---------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Herdiech Edward K. C/O LOGMEIN, INC. 320 SUMMER STREET BOSTON, MA 02210 | | | SVP, Finance | |

Signatures

Michael J. Donahue, attorney-in-fact

2/20/2014

** 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.

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.