THERMAGE INC

Form 4

September 05, 2007

# FORM 4

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

**OMB** 3235-0287 Number:

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES** 

January 31, Expires: 2005

0.5

**OMB APPROVAL** 

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person \* WILSON GARY L /CA/

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(Last)

(First)

(Middle)

THERMAGE INC [THRM]

C/O THERMAGE, INC., 25881 INDUSTRIAL BOULEVARD

3. Date of Earliest Transaction

(Month/Day/Year)

(Check all applicable) 10% Owner

09/04/2007

Director X\_ Officer (give title Other (specify below)

6. Individual or Joint/Group Filing(Check

VP International Sales

(Street) 4. If Amendment, Date Original

Applicable Line)

Filed(Month/Day/Year)

\_X\_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

HAYWARD, CA 94545

(City)	(State)	Zip) Table	e I - Non-D	erivative :	Securi	ities Acc	quired, Disposed	of, or Beneficial	lly Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactio Code (Instr. 8)	4. Securities Acquired assaction(A) or Disposed of e (D)			5. Amount of Securities Beneficially Owned Following	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	Reported Transaction(s) (Instr. 3 and 4)		
Common Stock	09/04/2007		X <u>(1)</u>	4,000	A	\$ 1.1	8,695	D	
Common Stock	09/04/2007		S(1)	100	D	\$ 7.26	8,595	D	
Common Stock	09/04/2007		S(1)	100	D	\$ 7.3	8,495	D	
Common Stock	09/04/2007		S(1)	100	D	\$ 7.32	8,395	D	
Common Stock	09/04/2007		S <u>(1)</u>	100	D	\$ 7.34	8,295	D	

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Common Stock	09/04/2007	S(1)	600	D	\$ 7,695 D
Common Stock	09/04/2007	S <u>(1)</u>	500	D	\$ 7,195 D
Common Stock	09/04/2007	S(1)	600	D	\$ 6,595 D
Common Stock	09/04/2007	S(1)	200	D	\$ 6,395 D
Common Stock	09/04/2007	S(1)	100	D	\$ 7.5 6,295 D
Common Stock	09/04/2007	S(1)	100	D	\$ 6,195 D
Common Stock	09/04/2007	S(1)	300	D	\$ 5,895 D
Common Stock	09/04/2007	S(1)	100	D	\$ 5,795 D
Common Stock	09/04/2007	S(1)	200	D	\$ 5,595 D
Common Stock	09/04/2007	S(1)	300	D	\$ 5,295 D
Common Stock	09/04/2007	S(1)	100	D	\$ 5,195 D
Common Stock	09/04/2007	S(1)	200	D	\$ 4,995 D
Common Stock	09/04/2007	S(1)	100	D	\$ 4,895 D
Common Stock	09/04/2007	S(1)	100	D	\$ 4,795 D
Common Stock	09/04/2007	S <u>(1)</u>	100	D	\$ 4,695 D

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

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.

SEC 1474 (9-02)

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	nof Derivative	Expiration Date	Underlying Securities	Γ
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(]

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Derivative (A) or Security Disposed of (D)

(Instr. 3, 4, and 5)

Code V (A) (D) Date Expiration Title

Exercisable Date

or Number

> of Shares

Amount

Employee

Stock
Option \$ 1.1 09/04/2007 X 4,000 (2) 11/20/2013 Common Stock 4,000

(right to buy)

# **Reporting Owners**

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

WILSON GARY L /CA/ C/O THERMAGE, INC. 25881 INDUSTRIAL BOULEVARD HAYWARD, CA 94545

**VP International Sales** 

# **Signatures**

/s/ Laureen DeBuono, attorney in fact 09/04/2007

\*\*Signature of Reporting Person Date

## **Explanation of Responses:**

- \* 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).
- (1) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 28, 2007.
- (2) The option had the following vesting schedule: 1/4 of the shares shall vest on November 10, 2004 and 1/48 of the shares vest each month thereafter.

### **Remarks:**

Exhibit list

#### Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.

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