Edgar Filing: THERMAGE INC - Form 4

THEDMACE INC

subject to Section 16. SECURITIES Estimated average burden hours per	Form 4											
Common 06/28/2007 Summer: 3225-023 Concols Washington, D.C. 20549 Summer: 3225-023 Check this box if no longer subject to section 16. STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Expires: 3200 Soction 16. SECURITIES SECURITIES Section 16. 300 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holding Company Act of 1940 Section 17(a) of the Public Utility Holdin	,											
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if no longer STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF Explores: 2000 section 16. SECURITIES Section 16. Section 16. Section 16. Form 4 or Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 1935 Sec Instruction 30(h) of the Investment Company Act of 1940 Issuer Section 17(a) of the Public Utility Holding Company Act of 1940 (b). (Print or Type Responses) 2. Issuer Name and Ticker or Trading Symbol S. Relationship of Reporting Person(s) to Issuer I. Name and Address of Reporting Person 1(b). 2. Issuer Name and Ticker or Trading Symbol S. Relationship of Reporting Person(s) to Issuer PARTNERS V LP THERMAGE INC [THRM] (Check all applicable) (Last) (First) (Midle) 3. Date of Earliest Transaction (Month/Day/Year) Director Officer (give tilt edow) Z. 10% Owner 50 PUBLIC SQUARE, SUITE 2700 06/28/2007 Form filed by One Reporting Person X. Fo	Check this	s box		Wasl	hington,	D.C. 205	49					
obligations may continue. Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Section 17(a) of the Public Utility Holding Company Act of 1940 (Print or Type Responses) 1. Name and Address of Reporting Person ⁺ . MORGENTHALER VENTURE PARTNERS V LP 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) Check all applicable) 50 PUBLIC SQUARE, SUITE 2700 6/28/2007	if no longer subject to Section 16. STATEMENT OF CHAN									Expires: 2005 Estimated average burden hours per		
1. Name and Address of Reporting Person. ⁺ 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer MORGENTHALER VENTURE PARTNERS V LP 2. Issuer Name and Ticker or Trading Symbol 5. Relationship of Reporting Person(s) to Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Check all applicable) 50 PUBLIC SQUARE, SUITE 2700 06/28/2007 — Director (Street) — Director (Street) — Mamedment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) — Form filed by One Reporting Person X_ 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 2. Transaction Date (Month/Day/Year) 3. 4. Securities Acquired Transaction(A) or Disposed of, or Beneficially Owned (Instr. 3) 2. Transaction Date (Instr. 3) 2. A. Deemed (Month/Day/Year) 3. 4. Securities Acquired Transaction(A) or Disposed of Code 5. Amount of Securities 6. Ownership Form: Direct Indirect (I) 7. Nature of Securities Reported Transaction(S) (A) or Or Code (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following (Instr. 4) (A) or Or Or (Instr. 4) (Instr.	obligation may conti <i>See</i> Instru	Form 5 obligations may continue. See Instruction 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										
MORGENTHALER VENTURE PARTNERS V LP Symbol THERMAGE INC [THRM] Issuer (Last) (First) (Middle) 3. Date of Earliest Transaction (Month/Day/Year) (Check all applicable) 50 PUBLIC SQUARE, SUITE 2700 06/28/2007 — Director 06/28/2007 — Director 06/28/2007 — Director 06/28/2007 — Monther (specify below) (Street) 4. If Amendment, Date Original Filed(Month/Day/Year) 6. Individual or Joint/Group Filing(Check Applicable Line) — Form filed by More than One Reporting Person -X. Form filed by More than One Reporting Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired Security (Instr. 3) 5. Amount of Execution Date, if any (Month/Day/Year) 5. Amount of Code 6. Ownership Form: Direct 6. Ownership Prom: Direct 7. Nature of Securities Porm: Direct (Instr. 3) 2. Transaction Date (Month/Day/Year) 3. 4. Securities Acquired Code 5. Amount of Securities 6. Ownership Form: Direct 7. Nature of Securities (Instr. 3) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership Following Ownership Following (Instr. 4) (Code V Amount (D) Price (A) (Instr. 4) (Instr. 4)	(Print or Type R	esponses)										
(Last) (First) (Middle) 3. Date of Earliest Transaction 50 PUBLIC SQUARE, SUITE 2700 (Month/Day/Year)	MORGENTHALER VENTURE Symbol				-				Issuer			
50 PUBLIC SQUARE, SUITE 2700 06/28/2007	(Last)	(First) (N	(First) (Middle) 3. Date of E			ansaction			(Check an applicable)			
Filed(Month/Day/Year) Applicable Line) Form filed by One Reporting Person CLEVELAND, OH 44113 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of Security 2. Transaction Date (Month/Day/Year) 2A. Deemed 3. 4. Securities Acquired 5. Amount of Securities 6. Ownership 7. Nature of Transaction(A) or Disposed of Code (D) Instr. 3) (Month/Day/Year) Execution Date, if any 3. 4. Securities Acquired 5. Amount of Securities 6. Ownership 7. Nature of Code (D) (Instr. 3) (Month/Day/Year) (Instr. 8) (Instr. 3, 4 and 5) Owned Indirect (I) Ownership (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (Instr. 4) (A) or Code V Amount (D) Price (Instr. 3) 06/28/2007 S 42 000 \$ 1 630.043 D (I)				2007 –				Officer (give title Other (specify				
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$\begin{array}{cccc} & & & \text{or} & \\ & & \text{Code V Amount (D) Price} & (\text{Instr. 3 and 4}) \\ \hline & & \text{Common} & \\ & & \text{O6/28/2007} & & \\ & & \text{S} & 42000 \text{ D} & \\ & & \text{I} & 630043 \text{ D} & \text{D} & (1) \\ \end{array}$	Security	Security (Month/Day/Year) Execution Date, i Instr. 3) any		Date, if	Transaction(A) or Disposed of Code (D) (Instr. 8) (Instr. 3, 4 and 5)				SecuritiesHBeneficially(i)OwnedHFollowing(i)ReportedH	Form: Direct (D) or Indirect (I)	Indirect Beneficial Ownership	
		06/28/2007					(D)	\$	(Instr. 3 and 4)	D <u>(1)</u>		

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.

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

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1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transactio Code (Instr. 8)	5. onNumber of Derivativ Securitie Acquirec (A) or Disposed of (D) (Instr. 3, 4, and 5)	(Month/Day, ve ss 1	Date	7. Title and Amount of Underlying Securities (Instr. 3 and	Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
			Code V	(A) (D)) Date Exercisable	Expiration Date	Title Amou or Numl of Share	ber	

Reporting Owners

Reporting Owner Name / Address	Relationships					
r e e e e e e e e e	Director	10% Owner	Officer	Other		
MORGENTHALER VENTURE PARTNERS V LP 50 PUBLIC SQUARE SUITE 2700 CLEVELAND, OH 44113		Х				
MORGENTHALER PARTNERS VII LP 50 PUBLIC SQUARE SUITE 2700 CLEVELAND, OH 44113		Х				

Signatures

Theodore A. 06/28/2007 Laufik

**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).
- The reported securities are owned directly by Morgenthaler Venture Partners V, LP and indirectly by Morgenthaler Management Partners (1) V, LLC as general partner of Morgenthaler Venture Partners V, LP. Morgenthaler Management Partners V, LLC disclaims beneficial owership of these securities except to the extent of its pecuniary interest therein.

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.