

THERMAGE INC
Form 3
November 09, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

1. Name and Address of Reporting Person *

Â Buckman Pamela M
(Last) (First) (Middle)

C/O THERMAGE,
INC.,Â 25881 INDUSTRIAL
BOULEVARD

(Street)

HAYWARD,Â CAÂ 94545

(City) (State) (Zip)

2. Date of Event Requiring Statement

(Month/Day/Year)
11/09/2006

3. Issuer Name and Ticker or Trading Symbol
THERMAGE INC [THRM]

4. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
VP Clinical & Reg Affairs

5. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security
(Instr. 4)

Common Stock

2. Amount of Securities Beneficially Owned
(Instr. 4)

56,666

3. Ownership Form:
Direct (D)
or Indirect (I)
(Instr. 5)

I (1)

4. Nature of Indirect Beneficial Ownership
(Instr. 5)

By David Schlerf and Pamela Buckman Revocable Trust

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

SEC 1473 (7-02)

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

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and Expiration Date
(Month/Day/Year)

3. Title and Amount of Securities Underlying Derivative Security

4. Conversion or Exercise

5. Ownership Form of

6. Nature of Indirect Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	Â (2)	11/16/2010	Common Stock	3,334 (3)	\$ 0.45	D	Â
Employee Stock Option (right to buy)	Â (4)	09/19/2012	Common Stock	16,250 (5)	\$ 0.45	D	Â
Employee Stock Option (right to buy)	Â (6)	04/03/2013	Common Stock	13,750 (7)	\$ 0.45	D	Â
Employee Stock Option (right to buy)	Â (8)	05/20/2014	Common Stock	30,000	\$ 1.9	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Buckman Pamela M C/O THERMAGE, INC. 25881 INDUSTRIAL BOULEVARD HAYWARD, CA 94545	Â	Â	Â VP Clinical & Reg Affairs	Â

Signatures

/s/ Pamela M. 11/09/2006
Buckman

**Signature of Reporting Person Date

Explanation of Responses:

- * 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).
- (1) These reported securities are owned directly by The David Schlerf and Pamela Buckman Revocable Trust fbo David Schlerf and Pamela Buckman and their issue under instrument dated August 16, 1991 and indirectly by Pamela Buckman, as trustees of the aforementioned trust, and Ms. Buckman disclaims beneficial ownership of these securities except to the extent of their pecuniary interests therein.
- (2) This option vests and the shares become exercisable according to the following schedule according to the following schedule: 1/4 on October 30, 2001 and 1/48 on the last day of each full calendar month thereafter.
- (3) The original grant for 40,000 shares was partially exercised as follows: 36,666 shares on July 19, 2004.
- (4) This option vests and the shares become exercisable according to the following schedule according to the following schedule: 1/48 on October 31, 2002 and 1/48 on the last day of each full calendar month thereafter.
- (5) The original grant for 30,000 shares was partially exercised as follows: 13,125 shares on July 19, 2004 and 625 shares on July 31, 2004.
- (6) This option vests and the shares become exercisable according to the following schedule according to the following schedule: 1/48 on May 31, 2003 and 1/48 on the last day of each full calendar month thereafter.
- (7) The original grant for 20,000 shares was partially exercised as follows: 5,833 shares on July 19, 2004 and 417 shares on July 31, 2004.

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- (8) This option vests and the shares become exercisable according to the following schedule according to the following schedule: 1/48 on June 30, 2004 and 1/48 on the last day of each full calendar month thereafter.

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Remarks:

The Â Date Â of Â Event Â is Â based Â upon Â the Â date Â of Â effectiveness Â of Â the Â Issuer's Â Registration Â Statement Â o

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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