

DeBenedictis Leonard C  
 Form 4  
 December 24, 2008

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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

**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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
 DeBenedictis Leonard C

(Last) (First) (Middle)

THERMAGE, 25881 INDUSTRIAL BLVD.

(Street)

HAYWARD, CA 94545

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 12/23/2008

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

Chief Technology Officer

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 Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction 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	12/23/2008		A		11,835	A	① 11,835	D	By Len DeBenedictis
Common Stock	12/23/2008		A		117,260	A	② 117,260	I	Charitable Remainder Unitrust U/A 8/3/95
Common Stock	12/23/2008		A		50,769	A	③ 50,769	I	By PTC Custodian FBO Len DeBenedictis

Edgar Filing: DeBenedictis Leonard C - Form 4

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 Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction 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 (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 3)
--	--	--------------------------------------	--	--------------------------------	---	--	---	--	--

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
DeBenedictis Leonard C THERMAGE 25881 INDUSTRIAL BLVD. HAYWARD, CA 94545	X		Chief Technology Officer	

## Signatures

/s/ Leonard C.  
DeBenedictis

12/23/2008

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) Received in exchange for 58,333 common stock shares of Reliant Technologies, Inc. (?Reliant?) in connection with Thermage, Inc.'s (?Thermage?) acquisition of Reliant (the ?Merger?). The average of the closing sale prices for one share of Thermage common stock as quoted on Nasdaq for the thirty (30)-day period ending on the third (3rd) day immediately preceding the Merger closing date was \$1.42.

(2) Received in exchange for 33,333 common stock shares and 72,548 preferred stock shares of Reliant Technologies, Inc. (?Reliant?) in connection with Thermage, Inc.'s (?Thermage?) acquisition of Reliant (the ?Merger?). The average of the closing sale prices for one share of Thermage common stock as quoted on Nasdaq for the thirty (30)-day period ending on the third (3rd) day immediately preceding the Merger closing date was \$1.42.

## Edgar Filing: DeBenedictis Leonard C - Form 4

Received in exchange for 33,333 preferred stock shares of Reliant Technologies, Inc. (?Reliant?) in connection with Thermage, Inc.?'s

- (3) (?Thermage?) acquisition of Reliant (the ?Merger?). The average of the closing sale prices for one share of Thermage common stock as quoted on Nasdaq for the thirty (30)-day period ending on the third (3rd) day immediately preceding the Merger closing date was \$1.42.

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.