

THERMAGE INC
Form 3
November 09, 2006

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

OMB APPROVAL

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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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â Knowlton Edward W		(Month/Day/Year)	THERMAGE INC [THRM]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		11/09/2006		
905 SAN RAMON,Â VALLEY BLVD., SUITE 110			(Check all applicable)	
(Street)			<input checked="" type="checkbox"/> Director	<input checked="" type="checkbox"/> 10% Owner
			<input type="checkbox"/> Officer	<input type="checkbox"/> Other
DANVILLE,Â CAÂ 94526			(give title below)	(specify below)
(City)	(State)	(Zip)	6. Individual or Joint/Group Filing(Check Applicable Line)	
			<input checked="" type="checkbox"/> Form filed by One Reporting Person	
			<input type="checkbox"/> Form filed by More than One Reporting Person	

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	850,000	D	Â

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

SEC 1473 (7-02)

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 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 (Instr. 4) Title	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Director Stock Option (right to buy)	Â (1)	07/30/2007	Common Stock	30,000	\$ 0.001	D	Â
Director Stock Option (right to buy)	Â (1)	09/19/2012	Common Stock	10,000	\$ 0.45	D	Â
Director Stock Option (right to buy)	Â (2)	01/16/2013	Common Stock	10,000	\$ 0.45	D	Â
Director Stock Option (right to buy)	Â (3)	01/22/2014	Common Stock	10,000	\$ 1.9	D	Â
Director Stock Option (right to buy)	Â (4)	02/02/2015	Common Stock	10,000	\$ 1.9	D	Â
Director Stock Option (right to buy)	Â (5)	05/03/2016	Common Stock	10,000	\$ 3	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Knowlton Edward W 905 SAN RAMON VALLEY BLVD., SUITE 110 DANVILLE, CA 94526	Â X	Â X	Â	Â

Signatures

/s/ Edward Knowlton
Date: 11/09/2006

**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) Immediately.
- (2) This option vests and the shares become exercisable according to the following schedule: 1/48 on February 28, 2003 and 1/48 on the last day of each full calendar month thereafter.
- (3) This option vests and the shares become exercisable according to the following schedule: 1/48 on February 29, 2004 and 1/48 on the last day of each full calendar month thereafter.
- (4) This option vests and the shares become exercisable according to the following schedule: 1/48 on March 31, 2005 and 1/48 on the last day of each full calendar month thereafter.
- (5) This option vests and the shares become exercisable according to the following schedule: 1/48 on March 31, 2006 and 1/48 on the last day of each full calendar month thereafter.

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Remarks:

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

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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