

# SECURITIES AND EXCHANGE COMMISSION

## FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2009-01-26** | Period of Report: **2009-01-22**  
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### ISSUER

#### **BIOFORM MEDICAL INC**

CIK: **1282393** | IRS No.: **391979642** | State of Incorporation: **DE**  
SIC: **3841** Surgical & medical instruments & apparatus

Mailing Address  
*1875S GRANT ST  
SUITE 110  
SAN MATEO CA 94402*

Business Address  
*1875S GRANT ST  
SUITE 110  
SAN MATEO CA 94402  
650-286-4000*

### REPORTING OWNER

#### **CONDON DENNIS E**

CIK: **1111413**  
Type: **4** | Act: **34** | File No.: **001-33791** | Film No.: **09546502**

Mailing Address  
*811 ALSTON RD  
SANTA BARBARA CA 93108*

Business Address  
*8887298060*

# FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

### OMB APPROVAL

OMB Number: 3235-0287  
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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

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

|   |         |          |  |  |  |   |  |  |
|---|---------|----------|--|--|--|---|--|--|
| 1. Name and Address of Reporting Person<br><b>CONDON DENNIS E</b> |         |          | 2. Issuer Name and Ticker or Trading Symbol<br><b>BIOFORM MEDICAL INC [BFRM]</b> |  |  | 5. Relationship of Reporting Person(s) to Issuer<br>(Check all applicable)<br>____ Director _____ 10% Owner<br><input checked="" type="checkbox"/> Officer (give title below) _____ Other (specify below)<br><b>Pres &amp; Chief Business Officer</b> |  |  |
| (Last)  | (First) | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year)<br><b>01/22/2009</b>            |  |  | 6. Individual or Joint/Group Filing<br>(Check applicable line)<br><input checked="" type="checkbox"/> Form Filed by One Reporting Person<br>____ Form Filed by More than One Reporting Person   |  |  |
| 1875 SOUTH GRANT STREET, SUITE 110                                |         |          | 4. If Amendment, Date Original Filed(Month/Day/Year)                             |  |  |   |  |  |
| (Street)<br><b>SAN MATEO, CA 94402</b>                            |         |          |  |  |  |   |  |  |
| (City)  | (State) | (Zip)    |  |  |  |   |  |  |

**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 |   |  |   |

**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 Securities Underlying Derivative Security (Instr. 3 and 4) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4) | 10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4) | 11. Nature of Indirect Beneficial Ownership (Instr. 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|---|-----|--|-----------------|---|--|--|--|--|-------|
|  |  |                                      |  | Code                           | V | (A)   | (D) | Date Exercisable   | Expiration Date |   |  |  |  |  | Title |
| Employee Stock Option (Right to Buy)       | \$1.12   | 01/22/2009                           |  | <u>A</u>                       |   | 140,000   |     | (1)  | 01/22/2019      | Common Stock  | 140,000                                    | (2)  | 140,000  | D  |       |
| Employee Stock Option (Right to Buy)       | \$3.71   | 01/22/2009                           |  | <u>D</u>                       |   | 140,000   |     | (3)  | 07/09/2018      | Common Stock  | 140,000                                    | (2)  | 0  | D  |       |
| Employee Stock Option (Right to Buy)       | \$1.12   | 01/22/2009                           |  | <u>A</u>                       |   | 450,000   |     | (1)  | 01/22/2019      | Common Stock  | 450,000                                    | (5)  | 450,000  | D  |       |
| Employee Stock                             | \$7.3  | 01/22/2009                           |  | <u>D</u>                       |   | 450,000   |     | (4)  | 07/25/2017      | Common Stock  | 450,000                                    | (5)  | 0  | D  |       |

|  |        |            |  |          |        |  |     |            |                 |        |     |        |   |  |
|--|--------|------------|--|----------|--------|--|-----|------------|-----------------|--------|-----|--------|---|--|
| Option<br>(Right to<br>Buy)                      |        |            |  |          |        |  |     |            |                 |        |     |        |   |  |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy) | \$1.12 | 01/22/2009 |  | <u>A</u> | 13,000 |  | (1) | 01/22/2019 | Common<br>Stock | 13,000 | (2) | 13,000 | D |  |
| Employee<br>Stock<br>Option<br>(Right to<br>Buy) | \$4.5  | 01/22/2009 |  | <u>D</u> | 13,000 |  | (6) | 02/01/2017 | Common<br>Stock | 13,000 | (2) | 0      | D |  |

**Explanation of Responses:**

1. The shares subject to vest and become exercisable as to 1/4 of the shares on 01/22/2010 and each anniversary thereof.
2. The reporting person agreed to cancellation of an option granted to him on 07/09/2008, in exchange for a new option having a lower exercise price.
3. The shares subject to option vested and became exercisable as to 1/4 of the shares on 07/09/2009 and each anniversary thereof.
4. The shares subject to option vested and became exercisable as to 12/48 of the shares on 06/11/2008 and 1/48 per month thereafter.
5. The reporting person agreed to cancellation of an option granted to him on 07/25/2007, in exchange for a new option having a lower exercise price.
6. The shares subject to option vested and became exercisable as to 1/3 of the shares on 02/01/2008 and each anniversary thereof.
7. The reporting person agreed to cancellation of an option granted to him on 02/01/2007, in exchange for a new option having a lower exercise price.

**Signatures**

/s/ Dennis E. Condon

\*\* Signature of Reporting Person

01/26/2009

Date

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

\* 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).

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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