

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

Gridley Adam

CIK: **1447150**
Type: **4** | Act: **34** | File No.: **001-33791** | Film No.: **09546504**

Mailing Address
*1875 SOUTH GRANT STREET
SUITE 200
SAN MATEO CA 94402*

Business Address
650-286-4000

FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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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 Gridley Adam			2. Issuer Name and Ticker or Trading Symbol BIOFORM MEDICAL INC [BFRM]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) SVP, Corporate Development		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/22/2009			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		
1875, S. GRANT ST, SUITE 110			4. If Amendment, Date Original Filed(Month/Day/Year)					
(Street)								
SAN MATEO, CA 94402								
(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					
Employee Stock Option (Right to Buy)	\$1.12	01/22/2009		A		40,000		(1)	01/22/2019	Common Stock	40,000	(2)	40,000	D
Employee Stock Option (Right to Buy)	\$3.7	01/22/2009		D		40,000		(3)	10/01/2009	Common Stock	40,000	(2)	0	D
Employee Stock Option (Right to Buy)	\$1.12	01/22/2009		A		30,000		(1)	01/22/2019	Common Stock	30,000	(5)	30,000	D

Employee Stock Option (Right to Buy)	\$7.3	01/22/2009		<u>D</u>		30,000	(4)	07/25/2017	Common Stock	30,000	(5)	0	D
Employee Stock Option (Right to Buy)	\$1.12	01/22/2009		<u>A</u>	48,000		(1)	01/22/2019	Common Stock	48,000	(2)	48,000	D
Employee Stock Option (Right to Buy)	\$3.71	01/22/2009		<u>D</u>		48,000	(6)	07/09/2018	Common Stock	48,000	(2)	0	D
Employee Stock Option (Right to Buy)	\$1.12	01/22/2009		<u>A</u>	40,000		(1)	01/22/2019	Common Stock	40,000	(9)	40,000	D
Employee Stock Option (Right to Buy)	\$4.5	01/22/2009		<u>D</u>		40,000	(8)	02/01/2017	Common Stock	40,000	(9)	0	D

Explanation of Responses:

1. The shares subject to option 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 10/01/2008, 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 10/01/2009 and each anniversary thereof.
4. The shares subject to option vested and became exercisable as to 1/4 of the shares on 07/25/2008 and each anniversary thereof.
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 1/4 of the shares on 07/09/2009 and each anniversary thereof.
7. 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.
8. The shares subject to option vested and became exercisable as to 1/4 of the shares on 02/01/2008 and each anniversary thereof.
9. 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/ Adam Gridley

** 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.

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 Number.