

				Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (right to buy)	Ⓐ (1)	10/05/2015	Common Stock	150,000	\$ 1.9	D	Ⓐ

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Carnell Clint C/O THERMAGE, INC. 25881 INDUSTRIAL BOULEVARD HAYWARD, CA 94545	Ⓐ	Ⓐ	Ⓐ VP Domestic Sales	Ⓐ

Signatures

/s/ Clint Carnell 10/31/2006

__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) This option vests and the shares become exercisable according to the following schedule: 1/4 on September 26, 2006 and 1/48 on the last day of each full calendar month thereafter.

Ⓐ

Remarks:

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

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.