

SCHOEMAKER KATHLEEN K
 Form 4
 April 27, 2010

FORM 4

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

OMB APPROVAL

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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 *
 SCHOEMAKER KATHLEEN K

2. Issuer Name and Ticker or Trading Symbol

ALIMERA SCIENCES INC [ALIM]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

C/O DOMAIN ASSOCIATES, LLC, ONE PALMER SQUARE

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

04/27/2010

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

(Street)

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

6. Individual or Joint/Group Filing (Check Applicable Line)
 ___X___ Form filed by One Reporting Person
 ___ Form filed by More than One Reporting Person

PRINCETON, NJ 08542

(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)
Common Stock	04/27/2010		C	4,451,745 A <u>(1)</u>	4,451,745	I	By Domain Partners VI, L.P. <u>(2)</u>
Common Stock	04/27/2010		C	47,704 A <u>(1)</u>	47,704	I	By DP VI Associates, L.P. <u>(2)</u>
Common Stock	04/27/2010		P	378,028 A \$ 11	4,829,773	I	By Domain Partners VI, L.P. <u>(2)</u>

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

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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)	
					V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series A Preferred Stock	(1)	04/27/2010		C		1,631,866	(1)	(1)	Common Stock	1,631,866
Series B Preferred Stock	(1)	04/27/2010		C		1,109,970	(1)	(1)	Common Stock	1,109,970
Series C Preferred Stock	(1)	04/27/2010		C		1,141,486	(1)	(1)	Common Stock	1,141,486
Series C-1 Preferred Stock	(1)	04/27/2010		C		568,423	(1)	(1)	Common Stock	568,423
Series A Preferred Stock	(1)	04/27/2010		C		17,486	(1)	(1)	Common Stock	17,486
Series B Preferred Stock	(1)	04/27/2010		C		11,894	(1)	(1)	Common Stock	11,894
Series C Preferred Stock	(1)	04/27/2010		C		12,233	(1)	(1)	Common Stock	12,233
Series C-1 Preferred Stock	(1)	04/27/2010		C		6,091	(1)	(1)	Common Stock	6,091

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

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Director 10% Owner Officer Other

SCHOEMAKER KATHLEEN K
C/O DOMAIN ASSOCIATES, LLC
ONE PALMER SQUARE
PRINCETON, NJ 08542

X

Signatures

/s/Kathleen K.
Schoemaker

04/27/2010

__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) All outstanding shares of the Issuer's preferred stock were automatically converted into Common Stock upon the closing of the Issuer's initial public offering, for no additional consideration.

The Reporting Person is a managing member of One Palmer Square Associates VI, L.L.C., which is the sole general partner of Domain Partners VI, L.P. and DP VI Associates, L.P. Pursuant to Instruction 4(b)(iv) of Form 4, the Reporting Person has elected to report as
- (2) indirectly beneficially owned the entire number of securities beneficially owned by each such entity. The Reporting Person disclaims beneficial ownership of any securities, and any proceeds thereof, that exceed his or her pecuniary interest therein and/or that are not actually distributed to him or her.

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.