

Dougherty Dennis
Form 4
April 29, 2010

FORM 4

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

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 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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Intersouth Associates VII, LLC

(Last) (First) (Middle)

C/O INTERSOUTH
PARTNERS, 406 BLACKWELL
STREET, SUITE 200

(Street)

DURHAM, NC 27701-3984

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

ALIMERA SCIENCES INC [ALIM]

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

04/27/2010

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

May be part of 13(d) group

6. Individual or Joint/Group Filing(Check
Applicable Line)

____ Form filed by One Reporting Person
X Form filed by More than One Reporting
Person

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			
Common Stock	04/27/2010		C		576,859	A	<u>11</u>	576,859	I	See footnote (2)
Common Stock	04/27/2010		C		371,697	A	<u>11</u>	948,556	I	See footnote (2)
Common Stock	04/27/2010		P		196,210	A	\$ 11	1,144,766	I	See footnote (2)

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

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(9-02)

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)		8. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Series C Preferred Stock	(1)	04/27/2010		C		576,859	(3)	(4)	(5)	Common Stock	576,859
Series C-1 Preferred Stock	(1)	04/27/2010		C		371,697	(3)	(4)	(5)	Common Stock	371,697

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Intersouth Associates VII, LLC C/O INTERSOUTH PARTNERS 406 BLACKWELL STREET, SUITE 200 DURHAM, NC 27701-3984		X		May be part of 13(d) group
Mumma Mitch C/O INTERSOUTH PARTNERS 406 BLACKWELL STREET, SUITE 200 DURHAM, NC 27701-3984		X		May be part of 13(d) group
Dougherty Dennis C/O INTERSOUTH PARTNERS 406 BLACKWELL STREET, SUITE 200 DURHAM, NC 27701-3984		X		May be part of 13(d) group
INTERSOUTH PARTNERS VII L P C/O INTERSOUTH PARTNERS 406 BLACKWELL STREET, SUITE 200 DURHAM, NC 27701-3984		X		May be part of 13(d) group

Signatures

/s/ Mitch Mumma

04/29/2010

__Signature of Reporting Person

Date

/s/ Dennis Dougherty

04/29/2010

__Signature of Reporting Person

Date

/s/ Mitch Mumma, Intersouth Partners VII, L.P., By: Intersouth Associates VII, LLC, Its
General Partner, By: Mitch Mumma, Title: Member Manager

04/29/2010

__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) Each outstanding share of preferred stock automatically converted into 1 share of common stock, immediately prior to the closing of the Issuer's initial public offering, for no additional consideration.

The reportable securities are owned directly by Intersouth Partners VII, L.P. ("IP VII"). Intersouth Associates VII, LLC ("IA VII, LLC") is the general partner of IP VII. IA VII, LLC disclaims beneficial ownership of these securities and this report shall not be deemed an admission that IA VII, LLC is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of its pecuniary interest therein. Each of Mitch Mumma ("Mumma") and Dennis Dougherty ("Dougherty") are the member managers of IA VII, LLC. Each of Mumma and Dougherty disclaims beneficial ownership of these securities and this report shall not be deemed an admission that any of them is the beneficial owner of such securities for purposes of Section 16 or for any other purpose, except to the extent of their pecuniary interest therein.

- (2) extent of its pecuniary interest therein.
- (3) Reflects a 3.4-for-1 reverse stock split, effective as of immediately prior to the effectiveness of the Registration Statement on Form S-1 (File No. 333-162782).

- (4) Immediately.

- (5) Not applicable.

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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