

IDEXX LABORATORIES INC /DE

Form 4

December 05, 2014

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
Number: 3235-0287
Expires: January 31,
2015
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
AYERS JONATHAN W

2. Issuer Name **and** Ticker or Trading
Symbol
IDEXX LABORATORIES INC /DE
[IDXX]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
ONE IDEXX DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/03/2014

☐ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
Chairman, President & CEO

WESTBROOK, ME 04092

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

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

(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	12/03/2014		M	29,000 A	\$ 28.655 445,081	D	
Common Stock	12/03/2014		S ⁽¹⁾	10,958 D	\$ 148.1178 434,123	D	
Common Stock	12/03/2014		S ⁽¹⁾	18,042 D	\$ 148.7208 416,081	D	
Common Stock	12/04/2014		M	15,000 A	\$ 34.37 431,081	D	
					49,000	I	

Common
StockBy Ayers
Family
Trust

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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 28.655	12/03/2014		M	29,000	<u>(4)</u> 02/02/2015	Common Stock	29,000
Non-Qualified Stock Option (right to buy)	\$ 34.37	12/04/2014		M	15,000	<u>(5)</u> 02/13/2016	Common Stock	15,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
AYERS JONATHAN W ONE IDEXX DRIVE WESTBROOK, ME 04092	X		Chairman, President & CEO	

Signatures

Lily J. Lu, Attorney-in-Fact for Jonathan W.
Ayers 12/05/2014

**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).

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- (1) The sale reported above was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 02/28/2014.
- The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$147.49 to \$148.48, inclusive. The reporting person hereby undertakes to provide upon request to SEC staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price within the ranges set forth in footnotes 2 and 3 to this Form 4.
- (2) The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$148.49 to \$149.00, inclusive.
- (3) Grant of options to buy shares of common stock that became exercisable as to 20,000 shares on 02/03/2006, 02/03/2007, 02/03/2008 and 02/03/2009, and the remaining 16,512 shares on 02/03/2010.
- (4) Grant of options to buy shares of common stock that became exercisable as to 15,999 shares on 02/14/2010 and 02/14/2013, 16,000 shares on 02/14/2011 and 02/14/2012, and the remaining 13,091 shares on 02/14/2014.
- (5)

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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