

IDEXX LABORATORIES INC /DE

Form 4

January 15, 2015

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

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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)
01/14/2015

☐ 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	01/14/2015		M	28,512 A	\$ 28.655 459,642 ⁽¹⁾	D	
Common Stock	01/14/2015		S ⁽²⁾	100 D	\$ 153.7 459,542	D	
Common Stock	01/14/2015		S ⁽²⁾	4,200 D	\$ 155.5162 455,342 ⁽³⁾	D	
Common Stock	01/14/2015		S ⁽²⁾	3,300 D	\$ 156.0286 452,042 ⁽⁴⁾	D	
	01/14/2015		S ⁽²⁾	1,593 D	450,449	D	

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Common Stock					\$ 157.2315 (5)			
Common Stock	01/14/2015	S(2)	15,824	D	\$ 158.3782 (6)	434,625	D	
Common Stock	01/14/2015	S(2)	3,495	D	\$ 158.9854 (7)	431,130	D	
Common Stock						49,000	I	By Ayers Family Trust

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

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SEC 1474
(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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 28.655	01/14/2015		M	28,512	(8) 02/02/2015	Common Stock	28,512

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

01/15/2015

__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) Includes 49 shares acquired under the IDEXX Laboratories, Inc. Employee Stock Purchase Plan on 12/31/2014.
- (2) 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 \$154.765 to \$155.75, 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 3, 4, 5, 6 and 7 to this Form 4.
- (3) The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$155.76 to \$156.41, inclusive.
- (4) The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$156.855 to \$157.72, inclusive.
- (5) The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$157.90 to \$158.86, inclusive.
- (6) The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$158.91 to \$159.00, inclusive.
- (7) 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.
- (8)

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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