

IDEXX LABORATORIES INC /DE  
 Form 4  
 February 04, 2014

**FORM 4**

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

OMB APPROVAL

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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

(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)  
 01/31/2014

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)
			Code	V	Amount	(A) or (D)	Price
Common Stock	01/31/2014		M		13,000	A	\$ 25.45
Common Stock	01/31/2014		M		7,000	A	\$ 41.935
Common Stock	01/31/2014		M		25,000	A	\$ 50
Common Stock	01/31/2014		S <sup>(2)</sup>		12,589	D	\$ 112.4482
Common Stock	01/31/2014		S <sup>(2)</sup>		9,900	D	\$ 113.3537

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					(4)			
Common Stock	01/31/2014	S <sup>(2)</sup>	16,600	D	\$ 114.1165	383,182	D	
Common Stock	02/03/2014	M	15,072	A	\$ 25.45	398,254	D	
Common Stock	02/03/2014	M	8,616	A	\$ 41.935	406,870	D	
Common Stock	02/03/2014	M	25,000	A	\$ 50	431,870	D	
Common Stock	02/03/2014	S <sup>(2)</sup>	11,300	D	\$ 110.3855	420,570	D	
Common Stock	02/03/2014	S <sup>(2)</sup>	19,400	D	\$ 111.3895	401,170	D	
Common Stock	02/03/2014	S <sup>(2)</sup>	2,986	D	\$ 112.654	398,184	D	
Common Stock	02/03/2014	S <sup>(2)</sup>	8,519	D	\$ 113.2903	389,665	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)
	\$ 25.45	01/31/2014		M	13,000	(10) 02/04/2014	Amo or Num of Sh

Option Type	Exercise Price	Expiration Date	Relationship	Quantity	Weighted Average Price	Grant Date	Stock Type	Quantity
Non-Qualified Stock Option (right to buy)							Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 41.935	01/31/2014	M	7,000	(11)	02/13/2014	Common Stock	7,000
Non-Qualified Stock Option (right to buy)	\$ 50	01/31/2014	M	25,000	(12)	02/13/2014	Common Stock	25,000
Non-Qualified Stock Option (right to buy)	\$ 25.45	02/03/2014	M	15,072	(10)	02/04/2014	Common Stock	15,072
Non-Qualified Stock Options (right to buy)	\$ 41.935	02/03/2014	M	8,616	(11)	02/13/2014	Common Stock	8,616
Non-Qualified Stock Options (right to buy)	\$ 50	02/03/2014	M	25,000	(12)	02/13/2014	Common Stock	25,000

## 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

Jennifer L. Panciocco, Attorney-in Fact for Jonathan W. Ayers  
02/04/2014

\_\_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).
- (1) Includes 60 shares acquired under the IDEXX Laboratories, Inc. Employee Stock Purchase Plan on 12/31/2013.
- (2) The sale reported above was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 02/28/2013.  
The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$111.8450 to \$112.8200, 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, 7, 8 and 9 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 \$112.8500 to \$113.8300, inclusive.
- (4) The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$113.8500 to \$114.3600, inclusive.
- (5) The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$113.8500 to \$114.3600, inclusive.

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- (6) The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$109.8600 to \$110.8500, inclusive.
- (7) The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$110.8600 to \$111.8450 inclusive.
- (8) The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$111.9136 to \$112.9000, inclusive.
- (9) The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$112.9200 to \$113.6900, inclusive.
- (10) Grant of options to buy shares of common stock becomes exercisable as to 22,000 shares on 02/05/2005, 02/05/2006, 02/05/2007 and 02/05/2008, and the remaining 18,072 shares on 02/05/2009.
- (11) Grant of options to buy shares of common stock becomes exercisable as to 12,000 shares on 02/14/2008, 02/14/2009, 02/14/2010 and 02/14/2011, and the remaining 9,616 shares on 02/14/2012.
- (12) Grant of options to buy shares of common stock that vest in five equal annual installments, beginning on the first anniversary date (02/14/2008) of the date of grant.

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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