Seguin John L Form 4 May 14, 2013

FORM 4

OMB APPROVAL

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

OMB 3235-0287 Number:

Check this box if no longer subject to Section 16. Form 4 or

January 31, Expires: 2005

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

Estimated average burden hours per response... 0.5

Form 5 obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Seguin John L		ng Person *	2. Issuer Name and Ticker or Trading Symbol Monotype Imaging Holdings Inc. [TYPE]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) C/O MONOTY HOLDINGS IN PARK DRIVE	NC., 500 UN		3. Date of Earliest Transaction (Month/Day/Year) 05/10/2013	Director 10% Owner X Officer (give title Other (specify below) Executive Vice President			

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

(Zip)

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

WOBURN, MA 01801

(State)

(City)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

. •		Tabl	e 1 - Mon-1	Jerranive	Secu	riues Acquii	reu, Disposeu oi,	or beneficially	Owneu
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)	ctiomr Disposed of (D) (Instr. 3, 4 and 5)			5. Amount of Securities Beneficially Owned Following	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
			Code V	Amount	(A) or (D)	Price	Reported Transaction(s) (Instr. 3 and 4)	(I) (Instr. 4)	
Common Stock	05/10/2013		M	1,694	A	\$ 6.43	36,418	D	
Common Stock	05/10/2013		M	1,584	A	\$ 3.63	38,002	D	
Common Stock	05/10/2013		M	843	A	\$ 9.26	38,845	D	
Common Stock	05/10/2013		M	1,375	A	\$ 13.11	40,220	D	
	05/10/2013		M	1,100	A	\$ 13.73	41,320	D	

Common Stock							
Common Stock	05/10/2013	M	3,333	A	\$ 15.11	44,653	D
Common Stock	05/10/2013	S	3,278 (7)	D	\$ 22.7932 (8)	41,375	D
Common Stock	05/10/2013	S	843 (7)	D	\$ 22.7594 (8)	40,532	D
Common Stock	05/10/2013	S	2,475 (7)	D	\$ 22.7559 <u>(9)</u>	38,057	D
Common Stock	05/10/2013	S	3,333 (7)	D	\$ 22.765 (9)	34,724	D

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

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SEC 1474 (9-02)

> 8. I De Sec (In

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. Transactic Code (Instr. 8)	Securities		ction Derivative Securities 8) Acquired (A) or Disposed of (D) (Instr. 3, 4,		saction Derivative Securities r. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4,		Fransaction Derivative Code Securities Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4,		nsaction Derivative de Securities str. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4,		6. Date Exerc Expiration D (Month/Day/	ate	7. Title and Underlying S (Instr. 3 and	Securities 1
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares								
Stock Option - right to buy	\$ 6.43	05/10/2013		M		1,694	<u>(1)</u>	09/30/2016	Common Stock	1,694								
Stock Option - right to buy	\$ 3.63	05/10/2013		M		1,584	<u>(2)</u>	03/18/2019	Common Stock	1,584								
	\$ 9.26	05/10/2013		M		843	(3)	03/10/2020		843								

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Stock Option - right to buy							Common Stock	
Stock Option - right to buy	\$ 13.11	05/10/2013	M	1,375	<u>(4)</u>	03/08/2021	Common Stock	1,375
Stock Option - right to buy	\$ 13.73	05/10/2013	M	1,100	(5)	03/06/2022	Common Stock	1,100
Stock Option - right to buy	\$ 15.11	05/10/2013	M	3,333	<u>(6)</u>	03/21/2018	Common Stock	3,333

Reporting Owners

Reporting Owner Name / Address	orting Owner Name / Address				
	Director	10% Owner	Officer	Other	

Seguin John L C/O MONOTYPE IMAGING HOLDINGS INC. 500 UNICORN PARK DRIVE WOBURN, MA 01801

Executive Vice President

Signatures

/s/ Dawn M. Rogers, Attorney-in-Fact 05/14/2013

**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) The reporting person was granted an option to purchase these shares on 9/30/2006. 25% of this option vested on 9/30/2007, with the remaining portion vesting quarterly over the following three years.
- (2) The reporting person was granted an option to purchase these shares on 3/18/2009. 25% of this option vested on 3/18/2010, with the remaining portion vesting quarterly over the following three years.
- (3) The reporting person was granted an option to purchase these shares on 3/10/2010. 25% of this option vested on 3/10/2011, with the remaining portion vesting quarterly over the following three years.
- (4) The reporting person was granted an option to purchase these shares on 3/08/2011. 25% of this option vested on 3/08/2012, with the remaining portion vesting quarterly over the following three years.
- (5) The reporting person was granted an option to purchase these shares on 3/06/2012. 25% of this option vested on 3/06/2013, with the remaining portion vesting quarterly over the following three years.
- (6) The reporting person was granted an option to purchase these shares on 3/31/2008. 25% of this option vested on 3/31/2009, with the remaining portion vesting quarterly over the following three years.

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- (7) Sale made pursuant to the terms of a 10b5-1 trading plan.
- The range of prices for the transactions reported on this line were \$22.70 \$22.85. The reporting person will provide, upon request by the Commission staff, the issuer or a security holder of the issuer full information on the number of shares sold at each separate price.
- (9) The range of prices for the transactions reported on this line were \$22.70-\$22.8501. The reporting person will provide, upon request by the Commission staff, the issuer or a security holder of the issuer full information on the number of shares sold at each separate price.

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.