Monotype Imaging Holdings Inc.

Form 4 July 10, 2013

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

Washington, D.C. 20549

if no longer subject to Section 16. Form 4 or

Form 5 obligations

Check this box

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

Symbol

[TYPE]

30(h) of the Investment Company Act of 1940

2. Issuer Name and Ticker or Trading

Monotype Imaging Holdings Inc.

1(b).

(Last)

(City)

(Print or Type Responses)

1. Name and Address of Reporting Person * Seguin John L

(First) (Middle)

(Zip)

C/O MONOTYPE IMAGING **HOLDINGS INC., 500 UNICORN** PARK DRIVE

WOBURN, MA 01801

(Street)

(State)

4. If Amendment, Date Original

(Month/Day/Year)

07/10/2013

Filed(Month/Day/Year)

3. Date of Earliest Transaction

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

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

1.Title of	2. Transaction Date	2A. Deemed	3.	4. Securi	ities A	5. Amount of	6.	
Security	(Month/Day/Year)	Execution Date, if	Transacti	omr Dispo	sed of	Securities	Ownership	
(Instr. 3)	•	any	Code	(Instr. 3,	4 and	5)	Beneficially	Form:
		(Month/Day/Year)	(Instr. 8)				Owned	Direct (D)
							Following	or Indirect
					(4)	Reported	(I)	
					(A)		Transaction(s)	(Instr. 4)
			Code V	Amount		Price	(Instr. 3 and 4)	
Common Stock	07/10/2013		M	972	A	\$ 3.63	33,727	D
Common Stock	07/10/2013		M	843	A	\$ 9.26	34,570	D
Common Stock	07/10/2013		M	1,375	A	\$ 13.11	35,945	D
Common Stock	07/10/2013		M	1,100	A	\$ 13.73	37,045	D
	07/10/2013		M	3,333	A	\$ 15.11	40,378	D

OMB APPROVAL

OMB 3235-0287 Number:

January 31, Expires: 2005

Estimated average burden hours per

5. Relationship of Reporting Person(s) to

(Check all applicable)

Executive Vice President

6. Individual or Joint/Group Filing(Check

Issuer

below)

Director

Applicable Line)

X_ Officer (give title

response... 0.5

10% Owner

Other (specify

7. Nature of Indirect Beneficial Ownership (Instr. 4)

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Common Stock							
Common Stock	07/10/2013	S	1,183 (6)	D	\$ 27.2895 <u>(7)</u>	39,195	D
Common Stock	07/10/2013	S	972 (6)	D	\$ 27.2882 (8)	38,223	D
Common Stock	07/10/2013	S	843 (6)	D	\$ 27.3194 <u>(9)</u>	37,380	D
Common Stock	07/10/2013	S	2,475 (6)	D	\$ 27.2227 (10)	34,905	D
Common Stock	07/10/2013	S	3,333 (6)	D	\$ 27.2865	31,572	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)

 $\label{thm:convertible} \textbf{Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned} \\ \textit{(e.g., puts, calls, warrants, options, convertible securities)}$

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 ction Derivative Securities 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exerc Expiration D (Month/Day/	ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option - right to buy	\$ 3.63	07/10/2013		M		972	<u>(1)</u>	03/18/2019	Common Stock	972
Stock Option - right to buy	\$ 9.26	07/10/2013		M		843	(2)	03/10/2020	Common Stock	843

8. I De Sec (In

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Stock Option - right to buy	\$ 13.11	07/10/2013	M	1,375	(3)	03/08/2021	Common Stock	1,375
Stock Option - right to buy	\$ 13.73	07/10/2013	M	1,100	<u>(4)</u>	03/06/2022	Common Stock	1,100
Stock Option - right to buy	\$ 15.11	07/10/2013	M	3,333	<u>(5)</u>	03/21/2018	Common Stock	3,333

Reporting Owners

Reporting 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 07/10/2013

**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 3/18/2009. 25% of this option vested on 3/18/2010, with the remaining portion vesting quarterly over the following three years.
- (2) The reporting person was granted an option to purchase these shares on 3/10/2010. 25% of this option vested on 3/10/2011, with the remaining portion vesting quarterly over the following three years.
- (3) The reporting person was granted an option to purchase these shares on 3/08/2011. 25% of this option vested on 3/08/2012, with the remaining portion vesting quarterly over the following three years.
- (4) The reporting person was granted an option to purchase these shares on 3/06/2012. 25% of this option vested on 3/06/2013, with the remaining portion vesting quarterly over the following three years.
- (5) The reporting person was granted an option to purchase these shares on 3/31/2008. 25% of this option vested on 3/31/2009, with the remaining portion vesting quarterly over the following three years.
- (6) Sale made pursuant to the terms of a 10b5-1 trading plan.
- (7) The range of prices for the transactions reported on this line were \$27.03-\$27.61. 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.
- (8) The range of prices for the transactions reported on this line were \$27.03-\$27.5801. 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)

Reporting Owners 3

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The range of prices for the transactions reported on this line were \$27.03-\$27.6001. 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.

(10) The range of prices for the transactions reported on this line were \$27.03-\$27.5701. 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.

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