

AYERS JONATHAN W

Form 4

December 20, 2012

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)

WESTBROOK, ME 04092

3. Date of Earliest Transaction
(Month/Day/Year)
12/18/2012

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

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

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	11/07/2012 ⁽¹⁾		G	30,000 D	\$ 0 348,133	D	
Common Stock	11/14/2012 ⁽¹⁾		G	9,000 D	\$ 0 339,133	D	
Common Stock	12/07/2012 ⁽¹⁾		G	10,000 D	\$ 0 329,133	D	
Common Stock	12/18/2012		M	24,164 A	\$ 17.135 353,297	D	
Common Stock	12/18/2012		S ⁽²⁾	18,164 D	\$ 96.0777 335,133	D	

⁽³⁾

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Common Stock	49,000	I	By Ayers Family Trust
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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)	8. Date Exercisable Expiration Date	9. Title	10. Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 17.135	12/18/2012		M	24,164	<u>(4)</u> 02/06/2013	Common Stock			24,164

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 12/20/2012

____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 is voluntarily reporting these gift transactions on a Form 4, rather than on a year-end Form 5.

(2) The sale reported above was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 04/27/2012.

(3)

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The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$95.75 to \$96.25, 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 range.

- (4) Grant of options to buy shares of common stock becomes exercisable as to 30,000 shares on 02/06/2004, 02/06/2005, 02/06/2006, and 02/06/2007, and the remaining 24,164 shares on 02/06/2008.

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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