

IDEXX LABORATORIES INC /DE  
 Form 4  
 November 07, 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)  
 11/05/2014

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)
Common Stock	11/05/2014		M	V Amount (A) or (D) Price	29,000 A \$ 28.655 445,081 <sup>(1)</sup>	D	
Common Stock	11/05/2014		S <sup>(2)</sup>	12,918 D \$ 142.7578 <sup>(3)</sup>	432,163	D	
Common Stock	11/05/2014		S <sup>(2)</sup>	9,895 D \$ 143.718 <sup>(4)</sup>	422,268	D	
Common Stock	11/05/2014		S <sup>(2)</sup>	6,187 D \$ 144.4737 <sup>(5)</sup>	416,081	D	
					49,000	I	

Common  
Stock

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)	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 28.655	11/05/2014		M	29,000	(6) 02/02/2015	Common Stock	29,000

## 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

Lily J. Lu, Attorney-in-Fact for Jonathan W. Ayers  
Date: 11/07/2014

\*\*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 45 shares acquired under the IDEXX Laboratories, Inc. Employee Stock Purchase Plan on 09/30/2014.
- (2) The sale reported above was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 02/28/2014.
- (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 \$142.20 to 143.19, 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 and 5 to this Form 4.

- (4) The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$143.20 to \$144.13, inclusive.
- (5) The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$144.21 to \$144.64, inclusive.
- (6) 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.

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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