

POLEWACZYK JAMES F
Form 4
September 05, 2012

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 *
POLEWACZYK JAMES F

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)
08/31/2012

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Corporate Vice President

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	08/31/2012		M		2,500	A	\$ 34.37
					8,501		(1)
Common Stock	08/31/2012		M		1,201	A	\$ 56.95
Common Stock	08/31/2012		M		1,755	A	\$ 56.95
Common Stock	08/31/2012		M		3	A	\$ 34.37
Common Stock	08/31/2012		S		5,459	D	\$ 95.0102
					6,001		(2)

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 (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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 34.37	08/31/2012		M	2,500	(3) 02/13/2016	Common Stock	2,500
Non-Qualified Stock Option (right to buy)	\$ 56.95	08/31/2012		M	1,201	(4) 02/13/2015	Common Stock	1,201
Incentive Stock Option (right to buy)	\$ 56.95	08/31/2012		M	1,755	(5) 02/13/2015	Common Stock	1,755
Incentive Stock Option (right to buy)	\$ 34.37	08/31/2012		M	3	(6) 02/13/2016	Common Stock	3

Reporting Owners

Reporting Owner Name / Address	Relationships
POLEWACZYK JAMES F ONE IDEXX DRIVE WESTBROOK, ME 04092	Director 10% Owner Officer Other Corporate Vice President

Signatures

Jennifer L. Panciocco, Attorney-in-Fact for James F. Polewaczyk 09/05/2012

**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) Includes 79 shares and 51 shares acquired under the IDEXX Laboratories, Inc. Employee Stock Purchase Plan on 03/30/2012 and 06/30/2012, respectively.
The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from
- (2) \$95.00 to \$95.10, 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.
- (3) Grant of options to buy shares of common stock becomes exercisable as to 4,149 on 02/14/2010, 02/14/2011, 04/14/2012, 02/14/2013, and the remaining 1,241 shares on 02/14/2014.
- (4) Grant of options to buy shares of common stock becomes exercisable as to 1,201 shares on 02/14/2009, 02/14/2010, 02/14/2011, 02/14/2012, and the remaining 1,200 shares on 02/14/2013.
- (5) Grant of options to buy shares of common stock that vest in five equal annual installments, beginning on the first anniversary date (02/14/2009) of the date of grant.
- (6) Grant of options to buy shares of common stock becomes exercisable as to 1 share on 02/14/2010, 02/14/2011, 02/14/2012, 02/14/2013, and the remaining 2,909 shares on 02/14/2014.

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.