

IDEXX LABORATORIES INC /DE

Form 4

December 02, 2016

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287

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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 \*  
Kingsley Lawrence D

(Last) (First) (Middle)

C/O IDEXX LABORATORIES,  
INC., ONE IDEXX DRIVE

(Street)

WESTBROOK, ME 04092

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol

IDEXX LABORATORIES INC /DE  
[IDXX]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

12/01/2016

☒ Director ☐ 10% Owner  
☐ Officer (give title below) ☐ Other (specify below)

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

| 1. Title of Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed Execution Date, if any<br>(Month/Day/Year) | 3. Transaction Code<br>(Instr. 8) | 4. Securities Acquired (A) or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned<br>Following Reported Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I)<br>(Instr. 4) | 7. Nature of Ownership<br>Indirect Beneficial Ownership<br>(Instr. 4) |
|------------------------------------|-----------------------------------------|-------------------------------------------------------|-----------------------------------|----------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------|-------------------------------------------------------------|-----------------------------------------------------------------------|
|                                    |                                         |                                                       |                                   | (A)<br>or<br>(D)                                                     | Code V Amount (D) Price                                                                             |                                                             |                                                                       |

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 | 2. Conversion | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed Execution Date, if | 4. Transaction of Derivative | 5. Number | 6. Date Exercisable and Expiration Date | 7. Title and Amount Underlying Securities |
|------------------------|---------------|-----------------------------------------|-------------------------------|------------------------------|-----------|-----------------------------------------|-------------------------------------------|
|------------------------|---------------|-----------------------------------------|-------------------------------|------------------------------|-----------|-----------------------------------------|-------------------------------------------|

# Edgar Filing: IDEXX LABORATORIES INC /DE - Form 4

| Security<br>(Instr. 3)                                            | or Exercise<br>Price of<br>Derivative<br>Security | any<br>(Month/Day/Year) | Code<br>(Instr. 8) | Securities<br>Acquired<br>(A) or<br>Disposed of<br>(D)<br>(Instr. 3, 4,<br>and 5) | (Month/Day/Year) | (Instr. 3 and 4) |                     |                    |                 |                                        |  |  |
|-------------------------------------------------------------------|---------------------------------------------------|-------------------------|--------------------|-----------------------------------------------------------------------------------|------------------|------------------|---------------------|--------------------|-----------------|----------------------------------------|--|--|
|                                                                   |                                                   |                         | Code               | V                                                                                 | (A)              | (D)              | Date<br>Exercisable | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of<br>Shares |  |  |
| Deferred Stock<br>Unit <sup>(1)</sup>                             | <u>(2)</u>                                        | 12/01/2016              | A                  |                                                                                   | 207              |                  | <u>(2)</u>          | <u>(2)</u>         | Common<br>Stock | 207                                    |  |  |
| Non-Qualified<br>Stock Option<br>(right-to-buy)<br><sup>(1)</sup> | \$ 114.17                                         | 12/01/2016              | A                  |                                                                                   | 2,203            |                  | <u>(3)</u>          | 11/30/2026         | Common<br>Stock | 2,203                                  |  |  |

## Reporting Owners

| Reporting Owner Name / Address                                                                | Relationships |           |         |       |
|-----------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                               | Director      | 10% Owner | Officer | Other |
| Kingsley Lawrence D<br>C/O IDEXX LABORATORIES, INC.<br>ONE IDEXX DRIVE<br>WESTBROOK, ME 04092 | X             |           |         |       |

## Signatures

/s/ Lily J. Lu, Attorney-in-Fact for Lawrence D. Kingsley  
12/02/2016

                    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) This equity grant represents pro rata equity compensation earned by the reporting person as a non-employee Director from his election to the IDEXX Laboratories, Inc. Board of Directors on October 19, 2016 until the 2017 annual meeting of stockholders.
- Each deferred stock unit ("DSU") represents a contingent right to receive one share of IDEXX Laboratories, Inc. common stock. These
- (2) DSUs will fully vest on the date of the 2017 annual meeting of stockholders or May 3, 2017, whichever event occurs earlier, and are payable as common stock one year following the Director's resignation from the Board of Directors.
- (3) Grant of option to buy shares of IDEXX Laboratories, Inc. common stock that vests in one installment on May 3, 2017.
- (4) Not applicable.

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.