

Seguin John L  
Form 4  
May 12, 2011

**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**

OMB  
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2005  
Estimated average  
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(Print or Type Responses)

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

(Last) (First) (Middle)

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

(Street)

WOBURN, MA 01801

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
Monotype Imaging Holdings Inc.  
[TYPE]

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/10/2011

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

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_X\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
Executive Vice President

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ 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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                   | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                |                                                                   |
| Common<br>Stock                       | 05/10/2011                              |                                                             | M                                       |                                                                     | 2,137                                                                                                              | A \$ 1.365                                                           | 54,571 D                                                          |
| Common<br>Stock                       | 05/10/2011                              |                                                             | M                                       |                                                                     | 1,897                                                                                                              | A \$ 1.4525                                                          | 56,468 D                                                          |
| Common<br>Stock                       | 05/10/2011                              |                                                             | M                                       |                                                                     | 2,000                                                                                                              | A \$ 3.63                                                            | 58,468 D                                                          |
| Common<br>Stock                       | 05/10/2011                              |                                                             | M                                       |                                                                     | 422                                                                                                                | A \$ 3.63                                                            | 58,890 D                                                          |
|                                       | 05/10/2011                              |                                                             | S                                       |                                                                     |                                                                                                                    | D                                                                    | 56,090 D                                                          |

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|              |            |  |   |              |   |                  |        |   |
|--------------|------------|--|---|--------------|---|------------------|--------|---|
| Common Stock |            |  |   | 2,800<br>(5) |   | \$ 13.66<br>(6)  |        |   |
| Common Stock | 05/10/2011 |  | S | 4,034<br>(5) | D | \$ 13.691<br>(7) | 52,056 | D |
| Common Stock | 05/10/2011 |  | S | 3,439<br>(5) | D | \$ 13.66         | 48,617 | 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)

**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 Securities (Instr. 3 and 4) | 8. Derivative Securities (Instr. 3 and 4) |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|---------------------------------------------------------------|-------------------------------------------|
|                                            |                                                        |                                      |                                                    | Code                           | V (A) (D)                                                                               | Date Exercisable Expiration Date                         | Title                                                         | Amount or Number of Shares                |
| Stock option - right to buy                | \$ 1.365                                               | 05/10/2011                           |                                                    | M                              | 2,137                                                                                   | (1) 06/17/2015                                           | Common Stock                                                  | 2,137                                     |
| Stock option - right to buy                | \$ 1.4525                                              | 05/10/2011                           |                                                    | M                              | 1,897                                                                                   | (2) 08/25/2015                                           | Common Stock                                                  | 1,897                                     |
| Stock option - right to buy                | \$ 3.63                                                | 05/10/2011                           |                                                    | M                              | 2,000                                                                                   | (3) 03/18/2019                                           | Common Stock                                                  | 2,000                                     |
| Stock option - right to buy                | \$ 3.63                                                | 05/10/2011                           |                                                    | M                              | 422                                                                                     | (4) 03/18/2019                                           | Common Stock                                                  | 422                                       |

# Reporting Owners

| Reporting Owner Name / Address                                                                    | Relationships |           |                          |       |
|---------------------------------------------------------------------------------------------------|---------------|-----------|--------------------------|-------|
|                                                                                                   | Director      | 10% Owner | Officer                  | Other |
| Seguin John L<br>C/O MONOTYPE IMAGING HOLDINGS INC.<br>500 UNICORN PARK DRIVE<br>WOBURN, MA 01801 |               |           | Executive Vice President |       |

## Signatures

/s/ Dawn M. Rogers,  
Attorney-in-Fact

05/12/2011

\_\_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 6/17/2005. 25% of this option vested on 6/17/2006 with the remaining portion vesting quarterly over the following three years.
- (2) The reporting person was granted an option to purchase these shares on 8/25/2005. 25% of this option vested on 8/25/2006 with the remaining portion vesting quarterly over the following three years.
- (3) The reporting person was granted an option to purchase these shares on 3/18/2009. 25% of this option vested on 3/18/2010 with the remaining portion vesting quarterly over the following three years.
- (4) The reporting person was granted an option to purchase these shares on 3/18/2009. 50% of this option vested on 3/18/2010 and 50% of this option vested on 3/18/2011.
- (5) Sale made pursuant to the terms of a 10b5-1 trading plan.
- (6) The range of prices for the transactions reported on this line were \$13.66-\$13.68. 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.
- (7) The range of prices for the transactions reported on this line were \$13.66-\$13.73 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.

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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