

IDEXX LABORATORIES INC /DE

Form 4

February 16, 2017

**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  
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response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
MCKEON BRIAN P

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)  
02/14/2017

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
Executive VP & CFO

WESTBROOK, ME 04092

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/14/2017		M		726	A	\$ 0 36,037
Common Stock	02/14/2017		M		629	A	\$ 0 36,666
Common Stock	02/14/2017		M		811	A	\$ 0 37,477
Common Stock	02/14/2017		F		809	D	\$ 141.6 36,668

(1)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right-to-buy)	\$ 141.6	02/14/2017		A		23,326		(2)	02/13/2027	Common Stock	23,326
Incentive Stock Option (right-to-buy)	\$ 141.6	02/14/2017		A		706		(2)	02/13/2027	Common Stock	706
Restricted Stock Unit	(3)	02/14/2017		A		2,295		(3)	(3)	Common Stock	2,295
Restricted Stock Unit	(4)	02/14/2017		M			726	(4)	(4)	Common Stock	726
Restricted Stock Unit	(5)	02/14/2017		M			629	(5)	(5)	Common Stock	629
Restricted Stock Unit	(6)	02/14/2017		M			811	(6)	(6)	Common Stock	811

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
MCKEON BRIAN P ONE IDEXX DRIVE WESTBROOK, ME 04092			Executive VP & CFO	

## Signatures

/s/ Lily J. Lu, Attorney-in-Fact for Brian P. McKeon

02/16/2017

\_\_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) Closing price of Issuer's common stock on the NASDAQ market on February 14, 2017.
- (2) Grant of option to buy shares of Issuer common stock that becomes exercisable in five annual installments beginning February 14, 2018.
- (3) Each restricted stock unit ("RSU") represents a contingent right to receive one share of Issuer common stock. This RSU grant vests in five equal annual installments, beginning February 14, 2018.  
Each RSU represents a contingent right to receive one share of Issuer common stock. This RSU grant vests in five equal annual installments, beginning February 14, 2015. The number of RSUs have been adjusted to reflect the 2-for-1 stock split of Issuer common stock that occurred on June 15, 2015 (the "Stock Split").
- (4) Each RSU represents a contingent right to receive one share of Issuer common stock. This RSU grant vests in five equal annual installments, beginning February 14, 2016 and has been adjusted to reflect the Stock Split.
- (5) Each RSU represents a contingent right to receive one share of Issuer common stock. This RSU grant vests in five equal annual installments, beginning February 14, 2017.
- (6) 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.

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