

IDEXX LABORATORIES INC /DE

Form 4

February 18, 2015

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

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(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)

WESTBROOK, ME 04092

3. Date of Earliest Transaction
(Month/Day/Year)
02/14/2015

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

____ Director ____ 10% Owner
____X____ Officer (give title ____ Other (specify
below) below)
Executive VP, CFO & Treasurer

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	02/14/2015		M		363	A	\$ 0
Common Stock	02/14/2015		F		117	D	\$ 159.08
Common Stock	02/17/2015		M		5,000	A	\$ 29.27
Common Stock	02/17/2015		S ⁽¹⁾		2,000	D	\$ 156.4366
Common Stock	02/17/2015		S ⁽¹⁾		3,000	D	\$ 157.3627

(3)

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 An Underlying Se (Instr. 3 and 4)		
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 159.08	02/14/2015		A		18,108		(4)	02/13/2025	Common Stock
Incentive Stock Option (right to buy)	\$ 159.08	02/14/2015		A		628		(5)	02/13/2025	Common Stock
Restricted Stock Unit	(6)	02/14/2015		A		1,572		(6)	(6)	Common Stock
Restricted Stock Unit	(7)	02/14/2015		M			363	(7)	(7)	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 29.27	02/17/2015		M			5,000	(8)	05/17/2015	Common Stock

Reporting Owners

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

Signatures

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

02/18/2015

**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 sale reported above was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 02/20/2014.

The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$155.91 to \$156.84, 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 2 and 3 to this Form 4.

(3) The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from \$156.91 to \$157.90, inclusive.

(4) Grant of option to buy shares of IDEXX Laboratories, Inc. common stock that becomes exercisable as to 3,748 shares on 02/14/2016, 3,747 shares on 02/14/2017, 02/14/2018 and 02/14/2019, and the remaining 3,119 shares on 02/14/2020.

(5) Grant of option to buy shares of IDEXX Laboratories, Inc. common stock that vests on the fifth anniversary date (02/14/2020) of the grant.

(6) Each restricted stock unit represents a contingent right to receive one share of IDEXX Laboratories, Inc. common stock. The restricted stock units vest in five equal annual installments, beginning on the first anniversary date (02/14/2016) of the date of grant.

(7) Each restricted stock unit represents a contingent right to receive one share of IDEXX Laboratories, Inc. common stock. The restricted stock units vested in five equal annual installments, beginning on the first anniversary date (02/14/2015) of the date of grant.

(8) Grant of option to buy shares of IDEXX Laboratories, Inc. common stock that vested fully on 05/10/2006.

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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