

MCKEON BRIAN P

Form 4

February 19, 2019

**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)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/14/2019

\_\_\_\_ 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<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. Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>(A) 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                                                                                                             | (A)<br>or<br>(D)                                                     | Price                                                             |
| Common<br>Stock                       | 02/14/2019                              |                                                             | M                                    |                                                                         | 726                                                                                                                | A                                                                    | \$ 0                                                              |
|                                       |                                         |                                                             |                                      |                                                                         | 46,704                                                                                                             |                                                                      | D                                                                 |
| Common<br>Stock                       | 02/14/2019                              |                                                             | M                                    |                                                                         | 629                                                                                                                | A                                                                    | \$ 0                                                              |
|                                       |                                         |                                                             |                                      |                                                                         | 47,333                                                                                                             |                                                                      | D                                                                 |
| Common<br>Stock                       | 02/14/2019                              |                                                             | M                                    |                                                                         | 811                                                                                                                | A                                                                    | \$ 0                                                              |
|                                       |                                         |                                                             |                                      |                                                                         | 48,144                                                                                                             |                                                                      | D                                                                 |
| Common<br>Stock                       | 02/14/2019                              |                                                             | M                                    |                                                                         | 459                                                                                                                | A                                                                    | \$ 0                                                              |
|                                       |                                         |                                                             |                                      |                                                                         | 48,603                                                                                                             |                                                                      | D                                                                 |
| Common<br>Stock                       | 02/14/2019                              |                                                             | M                                    |                                                                         | 505                                                                                                                | A                                                                    | \$ 0                                                              |
|                                       |                                         |                                                             |                                      |                                                                         | 49,108                                                                                                             |                                                                      | D                                                                 |

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|                 |            |   |       |   |              |        |   |
|-----------------|------------|---|-------|---|--------------|--------|---|
| Common<br>Stock | 02/14/2019 | F | 1,612 | D | \$<br>206.94 | 47,496 | D |
|-----------------|------------|---|-------|---|--------------|--------|---|

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<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number of<br>Derivative<br>Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and<br>5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) |     | 7. Title and Amount<br>Underlying Security<br>(Instr. 3 and 4) |                    |                 |                                     |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|-----------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|-----|----------------------------------------------------------------|--------------------|-----------------|-------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V                                                                                                         | (A)                                                            | (D) | Date<br>Exercisable                                            | Expiration<br>Date | Title           | Amount<br>or<br>Number<br>of Shares |
| Non-Qualified<br>Stock Option<br>(right-to-buy)     | \$ 206.94                                                          | 02/14/2019                              |                                                             | M                                    | 20,753                                                                                                    |                                                                |     | (1)                                                            | 02/13/2029         | Common<br>Stock | 20,753                              |
| Incentive<br>Stock Option<br>(right-to-buy)         | \$ 206.94                                                          | 02/14/2019                              |                                                             | M                                    | 483                                                                                                       |                                                                |     | (2)                                                            | 02/13/2029         | Common<br>Stock | 483                                 |
| Restricted<br>Stock Unit                            | (4)                                                                | 02/14/2019                              |                                                             | M                                    | 2,175                                                                                                     |                                                                |     | (3)                                                            | (3)                | Common<br>Stock | 2,175                               |
| Restricted<br>Stock Unit                            | (4)                                                                | 02/14/2019                              |                                                             | M                                    |                                                                                                           | 726                                                            |     | (4)                                                            | (4)                | Common<br>Stock | 726                                 |
| Restricted<br>Stock Unit                            | (5)                                                                | 02/14/2019                              |                                                             | M                                    |                                                                                                           | 629                                                            |     | (5)                                                            | (5)                | Common<br>Stock | 629                                 |
| Restricted<br>Stock Unit                            | (6)                                                                | 02/14/2019                              |                                                             | M                                    |                                                                                                           | 811                                                            |     | (6)                                                            | (6)                | Common<br>Stock | 811                                 |
| Restricted<br>Stock Unit                            | (7)                                                                | 02/14/2019                              |                                                             | M                                    |                                                                                                           | 459                                                            |     | (7)                                                            | (7)                | Common<br>Stock | 459                                 |
| Restricted<br>Stock Unit                            | (8)                                                                | 02/14/2019                              |                                                             | M                                    |                                                                                                           | 505                                                            |     | (8)                                                            | (8)                | Common<br>Stock | 505                                 |

## 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

02/19/2019

\_\_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) Grant of option to buy shares of Issuer common stock that becomes exercisable in five annual installments beginning February 14, 2020.
  - (2) Grant of option to buy shares of Issuer common stock that becomes exercisable on the fifth anniversary of the date of grant.
  - (3) Each restricted stock unit ("RSU") represents a contingent right to receive one share of Issuer common stock. This RSU grant vests in five annual installments, beginning February 14, 2020.  
  
Each RSU represents a contingent right to receive one share of Issuer common stock. This RSU grant vested in five 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 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 annual installments, beginning February 14, 2017.
  - (6) Each RSU represents a contingent right to receive one share of Issuer common stock. This RSU grant vests in five annual installments, beginning February 14, 2018.
  - (7) Each RSU represents a contingent right to receive one share of Issuer common stock. This RSU grant vests in five annual installments, beginning February 14, 2019.
  - (8) 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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