

IDEXX LABORATORIES INC /DE
 Form 4
 February 19, 2014

FORM 4

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

OMB APPROVAL

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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 *
MAZELSKY JAY

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)
02/14/2014

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Executive Vice President

WESTBROOK, ME 04092

6. Individual or Joint/Group Filing(Check Applicable Line)
 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	02/14/2014		M	273 A \$ 0	1,188 ⁽¹⁾	D	
Common Stock	02/14/2014		F	102 D \$ 124	1,086	D	

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

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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)	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 124	02/14/2014		A	9,499	<u>(2)</u> 02/13/2024	Common Stock	9,499
Incentive Stock Option (right to buy)	\$ 124	02/14/2024		A	806	<u>(3)</u> 02/13/2024	Common Stock	806
Restricted Stock Unit	<u>(4)</u>	02/14/2014		A	1,008	<u>(4)</u> <u>(4)</u>	Common Stock	1,008
Restricted Stock Unit	<u>(5)</u>	02/14/2014		M	273	<u>(5)</u> <u>(5)</u>	Common Stock	273

Reporting Owners

Reporting Owner Name / Address	Relationships
MAZELSKY JAY ONE IDEXX DRIVE WESTBROOK, ME 04092	Director 10% Owner Officer Executive Vice President Other

Signatures

Jennifer L. Panciocco, Attorney-in-Fact for Jay Mazelsky 02/19/2014

**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) Includes 54 shares and 60 shares acquired under the IDEXX Laboratories, Inc. Employee Stock Purchase Plan on 09/30/2013 and 12/31/2013, respectively.

(2) Grant of options to buy shares of common stock becomes exercisable as to 2,061 shares on 02/14/2015, 02/14/2016, 02/14/2017 and 02/14/2018, and the remaining 1,255 shares on 02/14/2019.

(3) Grant of options to buy shares of common stock that vest on the fifth anniversary date (02/14/2019) of the grant.

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- (4) 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 (02/14/2015) of the date of grant.
- (5) 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 (02/14/2014) of the date of grant.

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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