

IDEXX LABORATORIES INC /DE
Form DEFA14A
March 25, 2014

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

SCHEDULE 14A
(Rule 14a-101)
INFORMATION REQUIRED
IN PROXY STATEMENT
SCHEDULE 14A INFORMATION
Proxy Statement Pursuant to Section 14(a) of the
Securities Exchange Act of 1934
(Amendment No.)

Filed by the Registrant Filed by a Party other than the Registrant

Check the appropriate box:

- Preliminary Proxy Statement
- Confidential, for Use of the Commission Only (as permitted by Rule 14a-6(e)(2))**
- Definitive Proxy Statement
- Definitive Additional Materials
- Soliciting Material Pursuant to §240.14a-12

IDEXX Laboratories, Inc.

(Name of Registrant as Specified in its Charter)

(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

Payment of Filing Fee (Check the appropriate box):

No fee required.

Fee computed on table below per Exchange Act Rules 14a-6(i)(1) and 0-11.

(1) Title of each class of securities to which transaction applies.

(2) Aggregate number of securities to which transaction applies:

(3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):

(4) Proposed maximum aggregate value of transaction:

(5) Total fee paid:

Fee paid previously with preliminary materials.

Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the Form or Schedule and the date of its filing.

(1) Amount Previously Paid:

(2) Form, Schedule or Registration Statement No.:

(3) Filing Party:

(4) Date Filed:

**Important Notice of Availability of Proxy Materials for the Stockholder Meeting of
IDEXX LABORATORIES, INC.**

To Be Held On:

May 7, 2014 at 10:00 AM (Local Time)

IDEXX Laboratories, Inc., One IDEXX Drive, Westbrook, Maine

**COMPANY
NUMBER**

**ACCOUNT
NUMBER**

**CONTROL
NUMBER**

This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. We encourage you to access and review all of the important information contained in the proxy materials before voting.

If you want to receive a paper or e-mail copy of the proxy materials you must request one. There is no charge to you for requesting a copy. To facilitate timely delivery please make the request as instructed below before 4/22/14.

Please visit www.idexx.com/proxymaterials, where the following materials are available for view:

Notice of 2014 Annual Meeting of Stockholders

Proxy Statement

Annual Report

Form of Electronic Proxy Card

TO REQUEST MATERIAL: TELEPHONE: 888-Proxy-NA (888-776-9962) and 718-921-8562 (for international callers)

E-MAIL: info@amstock.com

WEBSITE: <http://www.amstock.com/proxyservices/requestmaterials.asp>

TO VOTE:

ONLINE: To access your online proxy card, please visit www.voteproxy.com and follow the on-screen instructions or scan the QR code with your smartphone. You may enter your voting instructions at www.voteproxy.com up until 11:59 PM Eastern Time the day before the cut-off or meeting date.

IN PERSON: You may vote your shares in person by attending the Annual Meeting.

TELEPHONE: To vote by telephone, please visit www.idexx.com/proxymaterials to view the materials and to obtain the toll-free number to call.

MAIL: You may request a card by following the instructions above.

1. *Election of Directors.* To elect the three Class II directors listed in the attached proxy statement for three-year terms (Proposal One);

2. *Advisory Vote to Approve Executive Compensation.* To approve a nonbinding advisory resolution on the Company's executive compensation (Proposal Two);

NOMINEES:

Thomas Craig

Rebecca M. Henderson, PhD

Sophie V. Vandebroek, PhD

3. *Adoption of the IDEXX Laboratories, Inc. 2014 Incentive Compensation Plan.* To approve the adoption of the Company's 2014 Incentive Compensation Plan (Proposal Three);

4. *Ratification of Appointment of Independent Registered Public Accounting Firm.* To ratify the selection of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the current fiscal year (Proposal Four); and

5. *Other Business.* To conduct such other business as may properly come before the 2014

Annual Meeting or any adjournments or postponements thereof, including approving any such adjournment or postponement, if necessary.

Under Securities and Exchange Commission rules, you are receiving this notice that the proxy materials for the annual meeting are available on the Internet. Follow the instructions above to view the materials and vote online or request printed copies. The items to be voted on are listed above.

Please note that you cannot use this notice to vote by mail.