

IDEXX LABORATORIES INC /DE
 Form 4
 February 16, 2017

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
 Expires: January 31, 2015
 Estimated average burden hours per response... 0.5

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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)
02/14/2017

____ 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	02/14/2017		M	545 A \$ 0	16,190 ⁽¹⁾	D	
Common Stock	02/14/2017		M	403 A \$ 0	16,593	D	
Common Stock	02/14/2017		M	472 A \$ 0	17,065	D	
Common Stock	02/14/2017		M	737 A \$ 0	17,802	D	
Common Stock	02/14/2017		F	719 D \$ 141.6	17,083	D	
					<u>(2)</u>		

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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 Amount of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Non-Qualified Stock Option (right-to-buy)	\$ 141.6	02/14/2017		A	23,326	(3) 02/13/2027	Common Stock	23,326
Incentive Stock Option (right-to-buy)	\$ 141.6	02/14/2017		A	706	(3) 02/13/2027	Common Stock	706
Restricted Stock Unit	(4)	02/14/2017		A	2,295	(4) (4)	Common Stock	2,295
Restricted Stock Unit	(5)	02/14/2017		M	545	(5) (5)	Common Stock	545
Restricted Stock Unit	(6)	02/14/2017		M	403	(6) (6)	Common Stock	403
Restricted Stock Unit	(7)	02/14/2017		M	472	(7) (7)	Common Stock	472
Restricted Stock Unit	(8)	02/14/2017		M	737	(8) (8)	Common Stock	737

Reporting Owners

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

Signatures

/s/ Lily J. Lu, Attorney-in-Fact for Jay
Mazelsky

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) Includes 52 shares acquired under the IDEXX Laboratories, Inc. Employee Stock Purchase Plan on December 31, 2016.
- (2) Closing price of Issuer's common stock on the NASDAQ market on February 14, 2017.
- (3) Grant of option to buy shares of Issuer common stock that becomes exercisable in five annual installments beginning February 14, 2017.
- (4) 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, 2014. 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").
- (6) 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 and has been adjusted to reflect the Stock Split.
- (7) 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.
- (8) 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.
- (9) 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.