

Williams Michael J PhD

Form 4

April 29, 2011

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
Williams Michael J PhD

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)
04/28/2011

____ Director ____ 10% Owner
____X____ Officer (give title below) ____ Other (specify below)

Corporate Vice President

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 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	04/28/2011		M		7,000	A	\$ 28.655 16,154 ⁽¹⁾
Common Stock	04/28/2011		M		3,844	A	\$ 38.335 19,998
Common Stock	04/28/2011		M		1,678	A	\$ 38.335 21,676
Common Stock	04/28/2011		S		12,522	D	\$ 80.8954 9,154 ⁽²⁾

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 28.655	04/28/2011		M		7,000		<u>(3)</u>	02/02/2015	Common Stock	7,000
Non-Qualified Stock Option (right to buy)	\$ 38.335	04/28/2011		M		3,844		<u>(4)</u>	02/13/2013	Common Stock	3,844
Incentive Stock Option (right to buy)	\$ 38.335	04/28/2011		M		1,678		<u>(5)</u>	02/13/2013	Common Stock	1,678

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Williams Michael J PhD ONE IDEXX DRIVE WESTBROOK, ME 04092	Corporate Vice President

Signatures

John B. Rogers, Attorney-in-Fact for Michael J.
Williams, PhD

04/29/2011

__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).

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- (1) Includes 89 shares acquired under the IDEXX Laboratories, Inc. Employee Stock Purchase Plan on 03/31/2011.

The sale price reported reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged from

(2) \$80.83 to \$80.95, 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 range.

- (3) Grant of options to buy shares of common stock becomes exercisable as to 2,720 shares on 02/03/2006, 02/03/2007 and 2/3/2008, and the remaining 1,646 shares on 02/03/2009.

- (4) Grant of options to buy shares of common stock becomes exercisable as to 1,106 shares on 02/14/2007, 1,104 shares on 02/14/2008 and 02/14/2009, and the remaining 530 shares on 02/14/2010.

- (5) Grant of options to buy shares of common stock becomes exercisable as to 574 shares on 02/14/2010 and the remaining 1,104 shares on 02/14/2011.

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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