Dunlap Janet M Form 4/A August 21, 2012

FORM 4

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

OMB Number: 3235-0287

5. Relationship of Reporting Person(s) to

(Check all applicable)

Issuer

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005
Estimated average

OMB APPROVAL

subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

2. Issuer Name and Ticker or Trading

Monotype Imaging Holdings Inc.

Symbol

[TYPE]

burden hours per response... 0.5

(Print or Type Responses)

Dunlap Janet M

1. Name and Address of Reporting Person *

				LIIID	[TTLD]							
(M									Director 10% Owner Other (specify below) Other (specify below) General Counsel and Secretary			
WOBURN, MA 01801 (City) (State) (7in)				Filed(Mo 06/13/2	Filed(Month/Day/Year) 06/13/2012				6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person			
1.Tiʻ	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially 1. Title of 2. Transaction Date 2A. Deemed 3. 4. Securities Acquired (A) 5. Amount of 6.								7. Nature of			
Secu (Inst	ırity	(Month/Day/Year) Execution any			omr Dispo (Instr. 3,	sed of 4 and (A) or	(D)	Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Indirect Beneficial Ownership (Instr. 4)	
Cor Sto	nmon ck	06/11/2012			M	2,850	A	\$ 6.43	25,132	D		
Cor Sto	nmon ck	06/11/2012			S	1,500 (1)	D	\$ 14.522 (2)	23,632	D		
Cor	nmon ck	06/11/2012			S	1,350 (1)	D	\$ 14.4826 (5)	22,282	D		
Cor Sto	nmon ck	06/11/2012			S	122 (3)	D	\$ 14.79	22,160	D		

Common Stock

06/12/2012

S

 $107 \frac{(3)}{}$ D

\$ 13.98 22,053

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)

> De Sec (In

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. Transactic 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 Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock option - right to buy	\$ 6.43	06/11/2012		M	2,850	<u>(4)</u>	09/30/2016	Common Stock	2,850

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Dunlap Janet M C/O MONOTYPE IMAGING HOLDING INC. 500 UNICORN PARK DRIVE WOBURN, MA 01801

General Counsel and Secretary

Signatures

/s/ Dawn M. Rogers, Attorney-in-Fact

08/21/2012

**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) Sale made pursuant to the terms of a 10b5-1 trading plan.

Reporting Owners 2

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- (2) The range of prices for the transactions reported on this line were \$14.3001 \$14.71. The reporting person will provide, upon request by the Commission staff, the issuer or a security holder of the issuer full information on the number of shares sold at each separate price.
- (3) Automatic sale to cover the tax obligations of vested restricted stock.
- (4) The reporting person was granted an option to purchase these shares on 9/30/2006. 25% of this option vested on 9/30/2007, with the remaining portion vesting quarterly over the following three years.
- (5) The range of prices for the transactions reported on this line were \$14.30 \$14.71. The reporting person will provide, upon request by the COmmission staff, the issuer or a security holder of the issuer, full information on the number of shares sold at each separate price.

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.