

IDEXX LABORATORIES INC /DE  
 Form 4  
 February 15, 2006

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

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 \*  
 AYERS JONATHAN W

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)

3. Date of Earliest Transaction  
 (Month/Day/Year)  
 02/13/2006

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 President and CEO

ONE IDEXX DRIVE  
 (Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

WESTBROOK, ME 04092  
 (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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D) Code V Amount (D) Price                                |   |  |                                   |
| Common Stock                    | 02/13/2006                           |  | M                              | 3,968 A \$ 25.2   | 45,144 <sup>(1)</sup>   | 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)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

Edgar Filing: IDEXX LABORATORIES INC /DE - Form 4

| 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 Underlying Security (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
|  |  |                                      |  | Code V                         | (A) (D)   | Date Exercisable Expiration Date                         | Title   |
| Incentive Stock Option (right to buy)      | \$ 25.2  | 02/13/2006                           |  | M                              | 3,968   | (2) 01/28/2012   | Common Stock                                      |
| Incentive Stock Option (right to buy)      | \$ 76.67   | 02/14/2006                           |  | A                              | 1,304   | (3) 02/13/2016   | Common Stock                                      |
| Non-Qualified Stock Option (right to buy)  | \$ 76.67   | 02/14/2006                           |  | A                              | 28,696  | (3) 02/13/2016   | Common Stock                                      |
| Restricted Stock Unit                      | (4)  | 02/14/2006                           |  | A                              | 2,500   | (5) (5)  | Common Stock                                      |

## Reporting Owners

| Reporting Owner Name / Address                             | Relationships |           |                   |       |
|--|---------------|-----------|-------------------|-------|
|  | Director      | 10% Owner | Officer           | Other |
| AYERS JONATHAN W<br>ONE IDEXX DRIVE<br>WESTBROOK, ME 04092 | X             |           | President and CEO |       |

## Signatures

Conan R. Deady, Attorney-in-Fact for Jonathan W. Ayers 02/15/2006

\_\_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 456 shares acquired pursuant to the IDEXX Laboratories, Inc. Employee Stock Purchase Plan on June 30, 2005.
- (2) Grant of option to buy shares of IDEXX Laboratories, Inc. Common Stock exercisable in five equal annual increments beginning on the first anniversary date (01/28/2003) of the date of grant.
- (3) Grant of option to buy shares of IDEXX Laboratories, Inc. Common Stock exercisable in five equal annual increments, beginning on the first anniversary date (02/14/2007) of the date of grant.
- (4) Each restricted stock unit represents a contingent right to receive one share of IDEXX Laboratories, Inc. Common Stock.
- (5) The restricted stock units vest in five equal annual increments, beginning on February 14, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Edgar Filing: IDEXX LABORATORIES INC /DE - Form 4

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.