

Williams Michael J
 Form 4
 September 15, 2009

FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
 Washington, D.C. 20549

OMB APPROVAL

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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 *
 Williams Michael J

2. Issuer Name and Ticker or Trading Symbol
 IDEXX LABORATORIES INC /DE [IDXX]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)
 ___ Director ___ 10% Owner
X Officer (give title below) ___ Other (specify below)
 Corporate Vice President

(Last) (First) (Middle)

C/O IDEXX LABORATORIES, INC., ONE IDEXX DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 09/11/2009

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 | 09/11/2009 | | M | 112 A \$ 16.39 | 7,810 ⁽¹⁾ | D | |
| Common Stock | 09/11/2009 | | S | 112 D \$ 52.25 | 7,698 | D | |
| Common Stock | 09/11/2009 | | M | 4,150 A \$ 16.39 | 11,848 | D | |
| Common Stock | 09/11/2009 | | S | 4,150 D \$ 52.277 ⁽²⁾ | 7,698 | D | |
| | 09/14/2009 | | M | 2,738 A \$ 16.39 | 10,436 | D | |

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| | | | | | | | | |
|--------------|------------|--|---|-------|---|-----------------|--------|---|
| Common Stock | | | | | | | | |
| Common Stock | 09/14/2009 | | S | 2,738 | D | \$ 52.25 (2) | 7,698 | D |
| Common Stock | 09/14/2009 | | M | 3,000 | A | \$ 25.45 | 10,698 | D |
| Common Stock | 09/14/2009 | | S | 3,000 | D | \$ 52.25 | 7,698 | D |
| Common Stock | 09/15/2009 | | M | 2,500 | A | \$ 16.39 | 10,198 | 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)

| 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 Securities (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|-----------------|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Incentive Stock Option (right to buy) | \$ 16.39 | 09/11/2009 | | M | 112 | (3) | 01/06/2013 | Common Stock | 112 |
| Incentive Stock Option (right to buy) | \$ 16.39 | 09/11/2009 | | M | 4,150 | (3) | 01/06/2013 | Common Stock | 4,150 |
| Incentive Stock Option (right to buy) | \$ 16.39 | 09/14/2009 | | M | 2,738 | (3) | 01/06/2013 | Common Stock | 2,738 |
| Non-Qualified Stock Option (right to buy) | \$ 25.45 | 09/14/2009 | | M | 3,000 | (4) | 02/04/2014 | Common Stock | 3,000 |
| Incentive Stock Option | \$ 16.39 | 09/15/2009 | | M | 2,500 | (3) | 01/06/2013 | Common Stock | 2,500 |

(right to buy)

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Williams Michael J C/O IDEXX LABORATORIES, INC. ONE IDEXX DRIVE WESTBROOK, ME 04092 | | | Corporate Vice President | |

Signatures

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

09/15/2009

**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 350 and 77 shares of common stock acquired pursuant to the IDEXX Laboratories, Inc. Employee Stock Purchase Plan on March 31, 2009 and June 30, 2009, respectively.
The sale price reported above reflects the weighted average sale price of multiple transactions on the reported date at prices that ranged
- (2) between \$52.25 and \$52.31. The reporting person hereby undertakes to provide upon request to the 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 exercisable in five equal annual increments, beginning on the first anniversary date (January 6, 2004) of the date of the grant.
- (4) Grant of options to buy shares of common stock exercisable in five equal annual increments, beginning on the first anniversary date (February 5, 2005) of the date of the grant.

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.