

IDEXX LABORATORIES INC /DE  
Form DEFA14A  
March 29, 2018

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

SCHEDULE 14A

Proxy Statement Pursuant to Section 14(a) of the  
Securities Exchange Act of 1934 (Amendment No. )

Filed by the Registrant

Filed by a Party other than the Registrant

CHECK THE APPROPRIATE BOX:

- |                          |                                                                                 |
|--------------------------|---------------------------------------------------------------------------------|
| <input type="checkbox"/> | Preliminary Proxy Statement                                                     |
| <input type="checkbox"/> | Confidential, For Use of the Commission Only (as permitted by Rule 14a-6(e)(2)) |
| <input type="checkbox"/> | Definitive Proxy Statement                                                      |
| <input type="checkbox"/> | Definitive Additional Materials                                                 |
| <input type="checkbox"/> | Soliciting Material Under Rule 14a-12                                           |

**IDEXX Laboratories, Inc.**

(Name of Registrant as Specified In Its Charter)  
(Name of Person(s) Filing Proxy Statement, if Other Than the Registrant)

PAYMENT OF FILING FEE (CHECK THE APPROPRIATE BOX):

- |                          |                                                                                                                                                                                                                                                                                     |
|--------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| <input type="checkbox"/> | No fee required.                                                                                                                                                                                                                                                                    |
| <input type="checkbox"/> | Fee computed on table below per Exchange Act Rules 14a-6(i)(4) and 0-11.                                                                                                                                                                                                            |
|                          | 1) Title of each class of securities to which transaction applies:                                                                                                                                                                                                                  |
|                          | 2) Aggregate number of securities to which transaction applies:                                                                                                                                                                                                                     |
|                          | 3) Per unit price or other underlying value of transaction computed pursuant to Exchange Act Rule 0-11 (set forth the amount on which the filing fee is calculated and state how it was determined):                                                                                |
|                          | 4) Proposed maximum aggregate value of transaction:                                                                                                                                                                                                                                 |
|                          | 5) Total fee paid:                                                                                                                                                                                                                                                                  |
| <input type="checkbox"/> | Fee paid previously with preliminary materials:                                                                                                                                                                                                                                     |
|                          | Check box if any part of the fee is offset as provided by Exchange Act Rule 0-11(a)(2) and identify the filing for which the offsetting fee was paid previously. Identify the previous filing by registration statement number, or the form or schedule and the date of its filing. |
|                          | 1) Amount previously paid:                                                                                                                                                                                                                                                          |
|                          | 2) Form, Schedule or Registration Statement No.:                                                                                                                                                                                                                                    |
|                          | 3) Filing Party:                                                                                                                                                                                                                                                                    |
|                          | 4) Date Filed:                                                                                                                                                                                                                                                                      |

**\*\*\* Exercise Your *Right* to Vote \*\*\***

**Important Notice Regarding the Availability of Proxy Materials for the  
2018 Annual Meeting of Shareholders to Be Held on May 9, 2018.**

**IDEXX LABORATORIES, INC.**

*IDEXX LABORATORIES, INC.  
ONE IDEXX DRIVE  
WESTBROOK, ME 04092*

**Meeting Information**

**Meeting Type:** Annual Meeting

**For holders as of:** March 16, 2018

**Date:** May 9, 2018      **Time:** 12:00 PM EDT

**Location:** Meeting live via the Internet-please visit  
[www.virtualshareholdermeeting.com/IDXX2018](http://www.virtualshareholdermeeting.com/IDXX2018).

The company will be hosting the meeting live via the Internet this year. To attend the meeting via the Internet please visit [www.virtualshareholdermeeting.com/IDXX2018](http://www.virtualshareholdermeeting.com/IDXX2018) and be sure to have the information that is printed in the box marked by the arrow XXXX XXXX XXXX XXXX (located on the following page).

You are receiving this communication because you hold shares in the company named above.

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This is not a ballot. You cannot use this notice to vote these shares. This communication presents only an overview of the more complete proxy materials that are available to you on the Internet. You may view the proxy materials online at [www.proxyvote.com](http://www.proxyvote.com) or easily request a paper copy (see reverse side).

We encourage you to access and review all of the important information contained in the proxy materials before voting.

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## Before You Vote

How to Access the Proxy Materials

**Proxy Materials Available to VIEW or RECEIVE:**

NOTICE AND PROXY STATEMENT                      ANNUAL REPORT

**How to View Online:**

Have the information that is printed in the box marked by the arrow XXXX XXXX XXXX XXXX (located on the following page) and visit: [www.proxyvote.com](http://www.proxyvote.com).

**How to Request and Receive a PAPER or E-MAIL Copy:**

If you want to receive a paper or e-mail copy of these documents, you must request one. There is NO charge for requesting a copy. Please choose one of the following methods to make your request:

- |                         |                                                                            |
|-------------------------|----------------------------------------------------------------------------|
| 1) <i>BY INTERNET:</i>  | <a href="http://www.proxyvote.com">www.proxyvote.com</a>                   |
| 2) <i>BY TELEPHONE:</i> | 1-800-579-1639                                                             |
| 3) <i>BY E-MAIL*:</i>   | <a href="mailto:sendmaterial@proxyvote.com">sendmaterial@proxyvote.com</a> |

\* If requesting materials by e-mail, please send a blank e-mail with the information that is printed in the box marked by the arrow XXXX XXXX XXXX XXXX (located on the following page) in the subject line.

Requests, instructions and other inquiries sent to this e-mail address will NOT be forwarded to your investment advisor. Please make the request as instructed above on or before April 24, 2018 to facilitate timely delivery.

## How To Vote

Please Choose One of the Following Voting Methods

**Vote By Internet:**

*Before The Meeting:*

Go to [www.proxyvote.com](http://www.proxyvote.com). Have the information that is printed in the box marked by the arrow XXXX XXXX XXXX XXXX (located on the following page) available and follow the instructions.

*During The Meeting:*

Go to [www.virtualshareholdermeeting.com/IDXX2018](http://www.virtualshareholdermeeting.com/IDXX2018). Have the information that is printed in the box marked by the arrow XXXX XXXX XXXX XXXX (located on the following page) available and follow the instructions.

**Vote By Mail:** You can vote by mail by requesting a paper copy of the materials, which will include a proxy card.



**Voting Items**

**The Board of Directors recommends you vote FOR the following:**

1. Election of Directors

**Nominees:**

- 1a. Bruce L. Claflin
- 1b. Daniel M. Junius

**The Board of Directors recommends you vote FOR the following proposals:**

2. Ratification of Appointment of Independent Registered Public Accounting Firm. To ratify the selection of PricewaterhouseCoopers LLP as the Company's independent registered public accounting firm for the current fiscal year (Proposal Two).
  3. Approval of the Adoption of the IDEXX Laboratories, Inc. 2018 Incentive Plan. To approve the Company's 2018 Stock Incentive Plan (Proposal Three).
  4. Advisory Vote on Executive Compensation. To approve a nonbinding advisory resolution on the Company's executive compensation (Proposal Four).
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