
**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, DC 20549**

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of report (Date of earliest event reported): October 11, 2013

IDEXX LABORATORIES, INC.

(Exact Name of Registrant as Specified in Charter)

Delaware
(State or Other Jurisdiction
of Incorporation)

000-19271
(Commission
File Number)

01-0393723
(IRS Employer
Identification No.)

One IDEXX Drive, Westbrook, Maine
(Address of Principal Executive Offices)

04092
(Zip Code)

Registrant's telephone number, including area code: 207.556.0300

Not Applicable

(Former Name or Former Address, if Changed Since Last Report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (*see* General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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Item 5.02. Departure of Directors or Certain Officers; Election of Directors; Appointment of Certain Officers; Compensatory Arrangements of Certain Officers.

On October 15, 2013, IDEXX Laboratories, Inc. (the “Company”) announced the appointment of Brian P. McKeon to serve as the Company’s Executive Vice President and Chief Financial Officer, effective as of January 1, 2014. Mr. McKeon has been a member of the Company’s Board of Directors (the “Board”) since July 2003 and has served as Chairman of the Company’s Audit Committee and as a member of the Company’s Compensation Committee. Mr. McKeon has resigned from the Audit Committee and Compensation Committee effective as of October 11, 2013, and has resigned from the Board effective upon the commencement of his employment with the Company.

Mr. McKeon, age 51, has served as Executive Vice President and Chief Financial Officer for Iron Mountain Incorporated, a publicly-traded provider of information protection and storage services, since April 2007. Previously, Mr. McKeon was Executive Vice President and Chief Financial Officer of The Timberland Company, a publicly-traded provider of premium outdoor footwear, apparel and accessories, from March 2000 to April 2007. From 1991 to 2000, Mr. McKeon held several finance and strategic planning positions with PepsiCo Inc., serving most recently as Vice President, Finance at Pepsi-Cola, North America. Prior to joining PepsiCo, Mr. McKeon worked as a strategy consultant with the Alliance Consulting group and as an auditor with Coopers & Lybrand. Mr. McKeon earned a B.S. from the University of Connecticut and received an M.B.A. from Harvard University.

The Company’s Compensation Committee has approved the following compensation arrangements for Mr. McKeon: (i) an annual base salary of \$500,000; (ii) a fiscal 2014 target bonus under the Company’s Senior Executive Incentive Plan of 75% of base salary; (iii) equity awards, to be granted effective as of the first date of employment, having a value of \$1,500,000 in the aggregate under the Company’s 2009 Stock Incentive Plan, as amended (the “Plan”) and consisting of (1) \$750,000 of restricted stock units providing a right to receive a specified number of shares of Common Stock (rounded to avoid the issuance of fractional shares) using the closing price of the Common Stock on the NASDAQ market as of the grant date (or, in the event such date is not a trading date on the NASDAQ market, the immediately preceding trading date) (the “Closing Price”) and (2) \$750,000 of stock options to purchase a specified number of shares of the Company’s Common Stock (rounded to avoid the issuance of fractional shares) using the Black-Scholes value as of the grant date and having an exercise price equal to the Closing Price; each equity award shall vest proportionately on an annual basis over a 5-year period with the first vesting date to occur on the first anniversary of Mr. McKeon’s employment; (iv) reimbursement of up to \$120,000 for reasonable costs associated with Mr. McKeon’s relocation to the Company’s headquarters in the Portland, Maine area; and (v) certain change in control benefits pursuant to an Executive Employment Agreement, with the same terms as other of the Company executive officers receive, other than the Company’s Chief Executive Officer, as more fully described in the “Executive Compensation – Change in Control Agreements” section of the Company’s Proxy Statement filed with the Securities and Exchange Commission on March 27, 2013.

In addition, commencing in February 2014, Mr. McKeon will be eligible for an annual equity awards under the Plan subject to requisite Board (or Compensation Committee) approval and in accordance with the Company’s guidelines for his position.

The Compensation Committee also agreed to amend certain equity awards previously granted to Mr. McKeon in connection with his service as a director, as follows: (i) the stock option granted to Mr. McKeon on May 8, 2013 under the Plan was amended to provide that it will vest as long as Mr. McKeon is either an employee or director of the Company on May 7, 2014; (ii) each of the stock options granted to Mr. McKeon under the Plan was amended to provide that it will remain exercisable until the earlier of (x) three months following Mr. McKeon’s ceasing to be an employee or director of the Corporation and (y)

the expiration of such stock option; and (iii) the restricted stock unit awards granted on May 8, 2013 to Mr. McKeon pursuant to the Company's Director Deferred Compensation Plan that are represented by deferred stock units were amended such that they will vest in full as of Mr. McKeon's last day as a member of the Board so long as Mr. McKeon commences employment prior to May 7, 2014.

In connection with Mr. McKeon's election as the Company's Executive Vice President and Chief Financial Officer, Mr. Willard R. Blanche, Jr., currently serving as the interim Chief Financial Officer and Principal Financial Officer of the Company, will resign as interim Chief Financial Officer and cease serving as Principal Financial Officer of the Company, effective as of January 1, 2014, Mr. Jeffery D. Chadbourne, currently serving as the acting Principal Accounting Officer of the Company, will cease serving as Principal Accounting Officer of the Company, effective as of January 1, 2014, and Mr. McKeon will be appointed as the Company's Principal Financial Officer and Principal Accounting Officer, effective as of January 1, 2014.

The information regarding Mr. McKeon set forth under the section "Corporate Governance – Related Party Transactions" in the Company's Proxy Statement for Annual Meeting of Stockholders filed with the Securities and Exchange Commission on March 27, 2013 is incorporated herein by this reference.

The full text of the press release issued in connection with the announcement of Mr. McKeon's appointment as the Company's Executive Vice President and Chief Financial Officer is furnished as Exhibit 99.1 to this Current Report on Form 8-K.

Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

99.1 Press Release dated October 15, 2013.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

IDEXX LABORATORIES, INC.

Date: October 16, 2013

By: /s/ JEFFREY A. FIARMAN

Jeffrey A. Fiarman
Executive Vice President, General Counsel
and Secretary

<u>Exhibit No.</u>	<u>Description of Exhibit</u>
99.1	Press Release dated October 15, 2013



Contact: Ed Garber, Director – Investor Relations, 1-207-556-8155

FOR IMMEDIATE RELEASE

IDEXX Laboratories Names Brian McKeon Executive Vice President and Chief Financial Officer

WESTBROOK, Maine, October 15, 2013—IDEXX Laboratories, Inc. (NASDAQ:IDXX), today announced the appointment of Brian McKeon to serve as the Company’s Executive Vice President and Chief Financial Officer, effective January 1, 2014. As Chief Financial Officer, McKeon will be a member of the Company’s senior executive leadership team and will have oversight of the finance and information technology functions. McKeon will report to Jonathan Ayers, Chairman, President and Chief Executive Officer of the Company.

“Brian’s management experience and demonstrated business acumen, as well as his financial skills and leadership, will be invaluable to IDEXX as we continue to grow and expand our global reach,” said Ayers. “Due to McKeon’s 10 years of experience serving as an IDEXX Board member, he has an in-depth knowledge of the Company, which will be a key advantage as he embarks on this important leadership position within the Company. I am absolutely delighted to have Brian join IDEXX’s management in this important role,” added Ayers.

“Knowing IDEXX for more than a decade as a Director, I am extraordinarily excited about the Company’s growth prospects, and greatly look forward to having the opportunity to contribute as a full time member of an excellent leadership team,” said McKeon.

McKeon will join the Company after having spent the past six years as Executive Vice President and Chief Financial Officer at Iron Mountain, where he has provided oversight for a broad range of areas, including financial reporting, treasury, investor relations, operations finance, financial planning and analysis, tax planning and compliance, strategic planning, mergers and acquisitions, legal and global service functions. Prior to joining Iron Mountain in April 2007, McKeon served as Executive Vice President and Chief Financial Officer at The Timberland Company, a position he held from March 2000 to April 2007. Prior to joining Timberland, he held several finance and strategic planning positions with PepsiCo, Inc., from 1991 to 2000, serving most recently as Vice President, Finance at Pepsi-Cola, North America. Prior to joining PepsiCo, McKeon worked as a strategy consultant with the Alliance Consulting group and as an auditor with Coopers & Lybrand. McKeon earned a B.S. from the University of Connecticut and received an M.B.A. from Harvard University.

McKeon has served as a member of the Board of Directors of the Company since July 2003. In his Board capacity, he served as Chair of the Audit Committee and as a member of the Compensation Committee. In connection with his appointment as Chief Financial Officer of the Company, McKeon has resigned as a member of the Company's Audit Committee and Compensation Committee, effective October 11, 2013, and has resigned from the Board of Directors effective upon the commencement of his employment with the Company.

About IDEXX Laboratories

IDEXX Laboratories, Inc. is a leader in pet healthcare innovation, serving practicing veterinarians around the world with a broad range of diagnostic and information technology-based products and services. IDEXX products enhance the ability of veterinarians to provide advanced medical care, improve staff efficiency and to build more economically successful practices. IDEXX is also a worldwide leader in providing livestock and poultry diagnostic tests and tests for the quality and safety of water and milk. Headquartered in Maine, IDEXX Laboratories employs more than 5,500 people and offers products to customers in more than 175 countries.

Note Regarding Forward-Looking Statements

This news release contains or may contain forward-looking statements within the meaning of the Private Securities Litigation Reform Act of 1995. Forward-looking statements can be identified by the use of words such as "expects," "may," "anticipates," "intends," "would," "will," "plans," "believes," "estimates," "should," and similar words and expressions. These forward-looking statements are based on management's current expectations and beliefs, as well as a number of assumptions concerning future events. These statements are subject to risks, uncertainties, assumptions and other important factors. Readers are cautioned not to put undue reliance on such forward-looking statements because actual results may vary materially from those expressed or implied. The reports filed by the Company pursuant to United States securities laws contain discussions of these risks and uncertainties. The Company assumes no obligation to, and expressly disclaims any obligation to, update or revise any forward-looking statements, whether as a result of new information, future events or otherwise. Readers are advised to review the Company's filings with the United States Securities and Exchange Commission (which are available from the SEC's EDGAR database at www.sec.gov), at various SEC reference facilities in the United States and via the Company's website at www.idexx.com).