

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-14** | Period of Report: **2013-01-10**
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REPORTING OWNER

Seguin John L

CIK: **1390755**

Type: **4** | Act: **34** | File No.: **001-33612** | Film No.: **13528114**

Mailing Address

*MONOTYPE IMAGING INC.
500 UNICORN PARK DRIVE
WOBURN MA 01801*

ISSUER

Monotype Imaging Holdings Inc.

CIK: **1385292** | IRS No.: **203289482** | State of Incorporation: **DE** | Fiscal Year End: **1231**
SIC: **7371** Computer programming services

Mailing Address

*500 UNICORN PARK DRIVE
WOBURN MA 01801*

Business Address

*500 UNICORN PARK DRIVE
WOBURN MA 01801
781-970-6000*

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person Seguin John L (Last) (First) (Middle) C/O MONOTYPE IMAGING HOLDINGS INC., 500 UNICORN PARK DRIVE (Street) WOBURN, MA 01801 (City) (State) (Zip)			2. Issuer Name and Ticker or Trading Symbol Monotype Imaging Holdings Inc. [TYPE]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Executive Vice President		
			3. Date of Earliest Transaction (Month/Day/Year) 01/10/2013					
			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		

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	01/10/2013		M		1,584	A	\$3.63	26,805	D	
Common Stock	01/10/2013		M		1,694	A	\$6.43	28,499	D	
Common Stock	01/10/2013		M		843	A	\$9.26	29,342	D	
Common Stock	01/10/2013		S		843 ⁽⁴⁾	D	\$16.6941 ⁽⁵⁾	28,499	D	
Common Stock	01/10/2013		S		3,278 ⁽⁴⁾	D	\$16.6809 ⁽⁶⁾	25,221	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Stock Option -	\$3.63	01/10/2013		M		1,584		(L)	03/18/2019	Common Stock	1,584	\$0	15,082	D	

Right to Buy															
Stock Option - Right to Buy	\$6.43	01/10/2013		<u>M</u>			1,694	(2)	09/30/2016	Common Stock	1,694	\$ 0	6,776	D	
Stock Option - Right to Buy	\$9.26	01/10/2013		<u>M</u>			843	(3)	03/10/2010	Common Stock	843	\$ 0	14,714	D	

Explanation of Responses:

1. The reporting person was granted an option to purchase these shares on 3/18/2009. 25% of this option vested on 3/18/2010, with the remaining portion vesting quarterly over the following three years.
2. 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.
3. The reporting person was granted an option to purchase these shares on 3/18/2009. 25% of this option vested on 3/18/2010, with the remaining portion vesting quarterly over the following three years.
4. Sale made pursuant to the terms of a 10b5-1 trading plan.
5. The range of prices for the transactions reported on this line were \$16.6501-\$16.77. 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.
6. The range of prices for the transactions reported on this line were \$16.60-\$16.77. 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.

Signatures

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

** Signature of Reporting Person

01/14/2013

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

* 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).

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

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 Number.