

Monotype Imaging Holdings Inc.

Form 4

August 20, 2008

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

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

OMB APPROVAL

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

(Print or Type Responses)

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]

3. Date of Earliest Transaction
(Month/Day/Year)
08/18/2008

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer (give title below) ____ Other (specify below)
Executive Vice President

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ 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	08/18/2008		M		812	A	\$ 1.365	134,355	D
Common Stock	08/18/2008		M		657	A	\$ 1.4525	135,012	D
Common Stock	08/18/2008		M		642	A	\$ 6.43	135,654	D
Common Stock	08/18/2008		S ⁽¹⁾		5,537	D	\$ 12	130,117	D

Edgar Filing: Monotype Imaging Holdings Inc. - Form 4

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)		8. Pri Deriv Secur (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Stock Option (right to buy)	\$ 1.365	08/18/2008		M	812	<u>(2)</u>	06/17/2015	Common Stock	812	\$
Stock Option (right to buy)	\$ 1.4525	08/18/2008		M	657	<u>(3)</u>	08/25/2015	Common Stock	657	\$
Stock Option (right to buy)	\$ 6.43	08/18/2008		M	642	<u>(4)</u>	09/30/2016	Common Stock	642	\$

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Seguin John L
C/O MONOTYPE IMAGING HOLDINGS INC.
500 UNICORN PARK DRIVE
WOBURN, MA 01801

Executive Vice President

Signatures

Janet M. Dunlap,
Attorney-in-Fact

08/20/2008

__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) These shares were sold pursuant to the terms of a 10b5-1 trading plan.

The reporting person was granted an option to purchase these shares on 6/17/2005. 25% of the total option vested on 6/17/2006 with the

(2) remaining portion vesting quarterly over the following three years. The option will be fully vested on 6/17/2009. As of the date of this report, the reporting person has exercised options to purchase 5,864 shares.

The reporting person was granted an option to purchase these shares on 8/25/2005. 25% of the total option vested on 8/25/2006 with the

(3) remaining portion vesting quarterly over the following three years. The option will be fully vested on 8/25/2009. As of the date of this report, the reporting person has exercised options to purchase 4,748 shares.

The reporting person was granted an option to purchase these shares on 9/30/2006. 25% of the total option vested on 9/30/2007 with the

(4) remaining portion vesting quarterly over the following three years. The option will be fully vested on 9/30/2010. As of the date of this report, the reporting person has exercised options to purchase 4,636 shares.

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.