Monotype Imaging Holdings Inc.

Form 4

August 18, 2008

FORM 4

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

OMB Number: 3235-0287

Check this box if no longer subject to Section 16.

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Expires: January 31, 2005

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OMB APPROVAL

Form 4 or Form 5 obligations may continue.

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

burden hours per response...

Estimated average

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * Seguin John L		g Person <u>*</u>	2. Issuer Name and Ticker or Trading Symbol Monotype Imaging Holdings Inc. [TYPE]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last) C/O MONOTY HOLDINGS IN PARK DRIVE		. —	3. Date of Earliest Transaction (Month/Day/Year) 08/15/2008	Director 10% Owner Officer (give title Other (specify below)		

(Street)
4. If Amendment, Date Original
6. Individual or Joint/Group Filing(Check
Filed(Month/Day/Year)

Applicable Line)

X Form filed by One Reporting Person __Form filed by More than One Reporting

WOBURN, MA 01801

(State)

(Zin)

(City)

(City)	(State)	(Zip) Tab	le I - Non-	Derivative	Secui	rities Acquir	ed, Disposed of,	or Beneficiall	y 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. Securit or Dispos (Instr. 3, 4	ed of (`	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)
Common Stock	08/15/2008		M	5,052	A	\$ 1.365	159,921	D	
Common Stock	08/15/2008		M	4,091	A	\$ 1.4525	164,012	D	
Common Stock	08/15/2008		M	3,994	A	\$ 6.43	168,006	D	
Common Stock	08/15/2008		S <u>(1)</u>	34,463	D	\$ 12.1308 (2)	133,543	D	

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

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SEC 1474 (9-02)

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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. Transactio Code (Instr. 8)	5. Number on 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)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option (right to buy)	\$ 1.365	08/15/2008		M	5,052	(3)	06/17/2015	Common Stock	5,052
Stock Option (right to buy)	\$ 1.4525	08/15/2008		M	4,091	<u>(4)</u>	08/25/2015	Common Stock	4,091
Stock Option (right to buy)	\$ 6.43	08/15/2008		M	3,994	<u>(5)</u>	09/30/2016	Common Stock	3,994

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 08/18/2008

**Signature of Reporting Person Date

Reporting Owners 2

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.
- (2) The range of prices for the transactions reported on this line were \$12.00 \$12.62. The reporting person will provide upon request by the Commission staff, the issuer or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- 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 (3) 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 5,052 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 (4) 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 4,091shares.
- 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 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 3,994 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.