

Seguin John L
 Form 4
 January 20, 2010

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Seguin John L

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) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
 01/15/2010

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

C/O MONOTYPE IMAGING HOLDINGS INC., 500 UNICORN PARK DRIVE

(Street)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

WOBURN, MA 01801

(City) (State) (Zip)

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		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 Ownership (Instr. 4)	
			Code	V	Amount	(A) or (D)				Price
Common Stock	01/15/2010		M		1,896	A	\$ 1.365	130,613	D	
Common Stock	01/15/2010		M		400	A	\$ 1.4525	131,013	D	
Common Stock	01/15/2010		S ⁽³⁾		1,896	D	\$ 10.0015	129,117	D	
Common Stock	01/15/2010		S ⁽³⁾		400	D	\$ 10.0015	128,717	D	
	01/15/2010		S ⁽³⁾		6,000	D		122,717	D	

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Common Stock						\$	10.0015	
Common Stock	01/19/2010		M	1,285	A	\$ 1.4525	124,002	D
Common Stock	01/19/2010		S ⁽³⁾	1,285	D	\$ 10.002	122,717	D

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

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(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. Amount or Number of Shares	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Stock Option - right to buy	\$ 1.365	01/15/2010		M	1,896	<u>(1)</u> 06/17/2015	Common Stock	1,896	
Stock Option - right to buy	\$ 1.4525	01/15/2010		M	400	<u>(2)</u> 08/25/2015	Common Stock	400	
Stock Option - right to buy	\$ 1.4525	01/19/2010		M	1,285	<u>(2)</u> 08/25/2015	Common Stock	1,285	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
			Executive Vice President	

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

Signatures

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

01/20/2010

__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) The reporting person was granted the option to purchase these shares on 6/17/2005. 25% of this option vested on 6/17/2006 with the remaining portion vesting quarterly over the following three years.
 - (2) The reporting person was granted the option to purchase these shares on 8/25/2005. 25% of this option vested on 8/25/2006 with the remaining portion vesting quarterly over the following three years.
 - (3) Sale made pursuant to the terms of a 10b5-1 trading plan.

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