

Proto Labs Inc  
Form 4  
August 05, 2013

**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 \*  
**JUDD JOHN R**

(Last) (First) (Middle)  
**5540 PIONEER CREEK DRIVE**  
  
(Street)

**MAPLE PLAIN, MN 55359**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**Proto Labs Inc [PRLB]**

3. Date of Earliest Transaction  
(Month/Day/Year)  
**08/01/2013**

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

Chief Financial Officer

6. Individual or Joint/Group Filing(Check Applicable Line)  
 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                    | 08/01/2013                           |  | M                              |   | 50,000 A \$ 20.07   | 50,000   | D   |
| Common Stock                    | 08/01/2013                           |  | S                              |   | 6,600 D \$ 62.94 <sup>(1)</sup>   | 43,400   | D   |
| Common Stock                    | 08/01/2013                           |  | S                              |   | 37,447 D \$ 63.7659 <sup>(2)</sup>  | 5,953  | D   |
| Common Stock                    | 08/01/2013                           |  | S                              |   | 5,853 D \$ 64.7001 <sup>(3)</sup>   | 100  | D   |
|                                 | 08/01/2013                           |  | S                              |   | 100 D \$ 65.44  | 0  | D   |



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number of shares sold at each separate price.

- (2) Reflects the weighted average price of 37,447 shares of common stock of Proto Labs, Inc. sold by the reporting person in multiple transactions on August 1, 2013 with sale prices ranging from \$63.35 to \$64.34 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

- (3) Reflects the weighted average price of 5,853 shares of common stock of Proto Labs, Inc. sold by the reporting person in multiple transactions on August 1, 2013 with sale prices ranging from \$64.39 to \$65.19 per share. The reporting person undertakes to provide upon request by the U.S. Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.

- (4) The option vests as one-third of the shares beginning on June 22, 2012.

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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