

Seguin John L  
 Form 4  
 September 23, 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)  
 \_\_\_ Director \_\_\_ 10% Owner  
 Officer (give title below) \_\_\_ Other (specify below)  
 Executive Vice President

(Last) (First) (Middle)

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

3. Date of Earliest Transaction (Month/Day/Year)  
 09/21/2010

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 (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 Ownership (Instr. 4)
			Code	V	Amount or Price (A) or (D)		
Common Stock	09/21/2010		M		3,792 A \$ 1.365	D	
Common Stock	09/21/2010		S		3,792 (1) D 9.049 (2)	D	
Common Stock	09/21/2010		M		3,370 A \$ 1.452	D	
Common Stock	09/21/2010		S		3,370 (1) D \$ 9.049	D	

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(2)

Common Stock	09/21/2010	M	1,362	A	\$ 3.63	95,336	D
Common Stock	09/21/2010	S	<u>1,362</u> (1)	D	\$ 9.049	93,974	D
Common Stock	09/21/2010	S	<u>12,000</u> (1)	D	\$ 9.049	81,974	D
Common Stock	09/22/2010	M	638	A	\$ 3.63	82,612	D
Common Stock	09/22/2010	S	638 <u>(1)</u>	D	\$ 8.762	81,974	D
Common Stock	09/22/2010	M	63	A	\$ 1.365	82,037	D
Common Stock	09/22/2010	S	63 <u>(1)</u>	D	\$ 8.762	81,974	D
Common Stock	09/22/2010	S	<u>6,000</u> (1)	D	\$ 8.762	75,974	D
Common Stock	09/23/2010	M	1,000	A	\$ 3.63	76,974	D
Common Stock	09/23/2010	S	<u>1,000</u> (1)	D	\$ 8.555	75,974	D
Common Stock	09/23/2010	M	1,833	A	\$ 1.365	77,807	D
Common Stock	09/23/2010	S	<u>1,833</u> (1)	D	\$ 1.365	75,974	D
Common Stock	09/23/2010	M	1,685	A	\$ 1.452	77,659	D
Common Stock	09/23/2010	S	<u>1,685</u> (1)	D	\$ 8.555	75,974	D
Common Stock	09/23/2010	S	381 <u>(1)</u>	D	\$ 8.555	75,593	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
stock option - right to buy	\$ 1.365	09/21/2010		M	3,792	<u>(5)</u> 06/17/2015	Common Stock	3,792
stock option - right to buy	\$ 1.452	09/21/2010		M	3,370	<u>(6)</u> 08/25/2015	Common Stock	3,370
stock option - right to buy	\$ 3.63	09/21/2010		M	1,362	<u>(7)</u> 03/18/2019	Common Stock	1,362
stock option - right to buy	\$ 1.365	09/22/2010		M	63	<u>(5)</u> 06/17/2015	Common Stock	63
stock option - right to buy	\$ 3.63	09/22/2010		M	638	<u>(7)</u> 03/18/2019	Common Stock	638
stock option - right to buy	\$ 1.365	09/23/2010		M	1,833	<u>(5)</u> 06/17/2015	Common Stock	1,833
stock option - right to	\$ 1.452	09/23/2010		M	1,685	<u>(6)</u> 08/25/2015	Common Stock	1,685

buy									
stock									
option -	\$ 3.63	09/23/2010		M	1,000	<u>(7)</u>	03/18/2019	Common	1,000
right to								Stock	
buy									

## 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

/s/ Dawn M. Rogers, 09/23/2010  
 Attorney-in-Fact

\_\_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) Sale made pursuant to the terms of a 10b5-1 trading plan.
- (2) The range of prices for the transactions reported on this line were \$8.84 to \$9.19. 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.
- (3) The range of prices for the transactions reported on this line were \$8.38 to \$8.82. 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.
- (4) The range of prices for the transactions reported on this line were \$8.71 to \$8.87. 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.
- (5) The reporting person was granted an 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.
- (6) The reporting person was granted an 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.
- (7) 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.

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.