

Gerron Daniel T
Form 3
September 19, 2008

FORM 3

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

OMB APPROVAL

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**INITIAL STATEMENT OF 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 *

Â Gerron Daniel T

(Last) (First) (Middle)

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

(Street)

WOBURN,Â MAÂ 01801

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

09/15/2008

3. Issuer Name **and** Ticker or Trading Symbol
Monotype Imaging Holdings Inc. [TYPE]

4. Relationship of Reporting
Person(s) to Issuer

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

(Check all applicable)

____ Director ____ 10% Owner

☒ Officer ____ Other

(give title below) (specify below)

VP Business Development

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 Beneficially Owned

1. Title of Security
(Instr. 4)

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

15,902 ⁽¹⁾

D Â

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

SEC 1473 (7-02)

**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.**

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

4. Conversion
or Exercise
Price of
Derivative

5. Ownership
Form of
Derivative
Security:

6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	Â (2)	09/15/2018	Common Stock	51,664	\$ 10.9	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Gerron Daniel T C/O MONOTYPE IMAGING INC. 500 UNICORN PARK DRIVE WOBURN,Â MAÂ 01801	Â	Â	Â VP Business Development	Â

Signatures

Janet M. Dunlap,
Attorney-in-Fact

09/19/2008

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

The reporting person was granted a total of 15,902 shares of restricted stock on 9/15/2008 pursuant to the issuer's 2007 Stock Option and Incentive Plan. 25% of the shares vest on 9/15/2009 with the remaining portion vesting quarterly over the following three years. The shares will be fully vested on 9/15/2012.

(2) The reporting person was granted the option to purchase a total of 51,664 shares on 9/15/2008. 25% of the total option vests on 9/15/2009 with the remaining portion vesting quarterly over the following three years. The option will be fully vested on 9/15/2012.

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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