

Monotype Imaging Holdings Inc.  
Form 8-K  
October 31, 2013

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

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**FORM 8-K**

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**CURRENT REPORT  
Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934**

**October 31, 2013  
Date of Report (Date of earliest event reported)**

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**MONOTYPE IMAGING HOLDINGS INC.  
(Exact name of registrant as specified in its charter)**

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<b>Delaware</b>	<b>001-33612</b>	<b>20-3289482</b>
<b>(State or Other Jurisdiction</b>	<b>(Commission File No.)</b>	<b>(IRS Employer</b>
<b>of Incorporation)</b>		<b>Identification No.)</b>

**500 Unicorn Park Drive  
Woburn, Massachusetts 01801  
(Address of Principal Executive Offices, including Zip Code)  
Registrant's telephone number, including area code: (781) 970-6000**

**Not Applicable  
(Former Name or Former Address, if Changed Since Last Report)**

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

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**Item 2.02 Results of Operations and Financial Condition**

On October 31, 2013, Monotype Imaging Holdings Inc. (the “Company”) announced its financial results for the quarter and nine months ended September 30, 2013. A copy of the press release issued in connection with the announcement is attached as Exhibit 99.1 to this Current Report on Form 8-K.

The information on this Form 8-K (including Exhibit 99.1) shall not be deemed “filed” for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”) or otherwise subject to the liabilities of that Section, nor shall it be deemed incorporated by reference in any filing by the Company under the Securities Act of 1933, as amended, or the Exchange Act, except as expressly set forth by specific reference in such a filing.

**Item 8.01 Other Events**

On October 31, 2013 the Company also announced in the above press release that its Board of Directors approved a \$50 million share repurchase program.

The information in Item 8.01 of this Current Report on Form 8-K, including the information contained in Exhibit 99.1, shall not be deemed “filed” for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the “Exchange Act”), or otherwise subject to the liabilities under that Section. Furthermore, the information in Item 8.01 of this Current Report on Form 8-K, including the information contained in Exhibit 99.1, shall not be deemed to be incorporated by reference into the filings of the Company under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

**Item 9.01 Financial Statements and Exhibits**

(d) Exhibits

The following exhibit relating to Item 2.02 shall be deemed to be furnished, and not filed:

99.1 Press Release issued by Monotype Imaging Holdings Inc. on October 31, 2013.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the registrant has duly caused this Current Report on Form 8-K to be signed on its behalf by the undersigned thereunto duly authorized.

MONOTYPE IMAGING HOLDINGS INC.

October 31, 2013 By: /s/ Scott E. Landers  
Scott E. Landers  
Senior Vice President, Chief Financial Officer,  
Treasurer and Assistant Secretary

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**EXHIBIT INDEX**

**Exhibit**

**Number    Description**

99.1        Press Release issued by Monotype Imaging Holdings Inc. on October 31, 2013.