HOLT VICTORIA M

Form 4

February 15, 2019

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

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Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

(Print or Type Responses)

1. Name and Address of Reporting Person * HOLT VICTORIA M

(First)

(Street)

5540 PIONEER CREEK DRIVE

2. Issuer Name and Ticker or Trading Symbol

Issuer

5. Relationship of Reporting Person(s) to

(Middle)

Proto Labs Inc [PRLB] 3. Date of Earliest Transaction

_X__ Director 10% Owner

(Check all applicable)

(Month/Day/Year)

02/13/2019

X_ Officer (give title Other (specify below)

4. If Amendment, Date Original

Filed(Month/Day/Year)

Code

F

(Instr. 8)

6. Individual or Joint/Group Filing(Check

President and CEO

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

MAPLE PLAIN, MN 55359

(City) (State) (Zip) 1.Title of 2. Transaction Date 2A. Deemed

(Month/Day/Year)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 3. 4. Securities Acquired

(Instr. 3, 4 and 5)

(A)

D

Transaction(A) or Disposed of (D)

5. Amount of Securities Beneficially

7. Nature of Ownership Indirect Form: Direct Beneficial Ownership

(Instr. 4)

(9-02)

Owned (D) or Following Indirect (I) Reported

(Instr. 4)

Transaction(s) (Instr. 3 and 4)

Code V Amount

(D) Price

Common Stock

Security

(Instr. 3)

02/13/2019

108.47

2,459

48,702

D

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

Execution Date, if

(Month/Day/Year)

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

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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. Transactic Code (Instr. 8)	5. Dr.Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	7. Title Amoun Underly Securiti (Instr. 3	t of ying es	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secur Bene Owne Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title N	Amount or Number of Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
HOLT VICTORIA M 5540 PIONEER CREEK DRIVE	X		President and CEO				
MAPLE PLAIN, MN 55359	Λ		resident and CLO				

Signatures

/s/ Samuel A. Rosenbaum,
Attorney-in-Fact 02/15/2019

**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).

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.

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