FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

ONIB APPROVAL									
ОМ	B Number:	3235-0287							
Esti	Estimated average burden								
hou	rs per response:	0.5							

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Name and Address of Reporting Person*						2. Issuer Name and Ticker or Trading Symbol Proto Labs Inc [PRLB]								5. Relationship of Reporting Person(s) to Issuer (Check all applicable)								
<u>Klaas Bjoern</u>					111	TIOIO LAUS IIIC [PKLD]									Directo	r 10% Owner		vner				
						_									X	Officer	(give title		Other (s	specify		
						3 [Date of Earliest Transaction (Month/Day/Year)									below)			below)	peciny		
(Last) (First) (Middle)							02/16/2021								VP and Mng Director-PL Europe							
5540 PIC	NEER (CRE	EK DRIVE			02/	02/10/2021								v r and wing Director-rt Europe							
00.0110	,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,,		.LIC DIG (L																			
						- 4. I	4. If Amendment, Date of Original Filed (Month/Day/Year)									6. Individual or Joint/Group Filing (Check Applicable						
(Street)						""										Line)						
MAPLE PLAIN MN 55359															X Form filed by One Reporting Person							
WIAFLE	LAIIV	1711	•	33333											· ' '							
						-										Form filed by More than One Reporting Person						
(City)		(Sta	ate)	(Zip)												Persor	11					
(Oity)		(515)		(- ip)																		
	Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																					
1. Title of S	Security (I	nstr	: 3)		2. Trans	action	2/	. Deeme	d	3.		4. Securit	ies Acquir	ed (A) o	or	5. Amou	ınt of	6. 0	wnership	7. Nature		
2. 1100 01 0	occurry (i		. 0,		Date		Execution Date,			Transa			Disposed Of (D) (Instr. 3, 4			Securiti	es For		m: Direct	of Indirect		
(Month/Day					Day/Yea					Code (Instr.					Benefici				Beneficial Ownership			
							(1	(Month/Day/Year)) [8)	8)					Reporte			(Instr. 4)	(Instr. 4)		
										Code	l۷	Amount	(A) o	Pric		Transaction(s)				(
										Coue	ľ	Aillouit	(D)		, c	(Instr. 3	3 and 4)					
Common	Stock				02/16	/2021	021			F		455	D	¢10	07.05	7,119		D				
Common Stock 02/16/2							021			F		455	455 L		197.05 7,		,119		ע			
Common Stock 02/16/2							021			A		2,365	1) Δ	A \$0		9,484		D				
Common Stock 02/10/2						72021						2,303	, <u>u</u>	Α Ψυ		3,404						
			Т	able II .	Deriva	tive 9	Seci	ırities	Δca	uired	Disn	osed of	or Ber	efici	ally (Owned						
			•	abic ii -								converti				JWIICU						
																						
1. Title of	2.		3. Transaction	3A. Deem		4.				6. Date Exercise Expiration Date			7. Title and Amount of		8. Price of Derivative		9. Number of derivative		10. Ownership	11. Nature		
Derivative Conversion Date Execution Security or Exercise (Month/Day/Year) if any					n Date,	Transa Code ((Month/D						Security	Securities		Form:	of Indirect Beneficial		
(Instr. 3) Price of (Month/Day/Yea						8)		Securities Acquired		(INOTICINE	ruy, i c	,	Underlying Derivative Secu			Instr. 5)	Beneficial		Direct (D)	Ownership		
						-,									rity		Owned		or Indirect	(Instr. 4)		
	Security							(A) or	(Instr. 3 and 4)				ınd 4)			Following Reported Transaction(s)		(I) (Instr. 4)				
								Disposed of (D)														
									(D) str. 3, 4								(Instr. 4)					
								and 5)							`		1	1				
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		- 1						1	H					Amo	unt							
		- 1						1	H					Num	ber		l					
		- 1					l	l	ا ــ ا	Date		Expiration		of								
						Code	V	(A)	(D)	Exercisa	ble	Date	Title	Shar	es							
Employee						٦			1									٦				
Stock													Common	1	_							
Option \$180.46 02/16/2021				Α		1,826		(2)		02/16/2031	Stock	1,82	26	\$0	1,826		D					
(right to																						

Explanation of Responses:

- 1. The restricted stock units vest as to 25% of the shares in four annual installments beginning on February 13, 2022.
- 2. The option vests as to 25% of the shares in four annual installments beginning on February 13, 2022.

/s/ W. Morgan Burns, Attorney-in-Fact

02/18/2021

** Signature of Reporting Person

Date

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

- * 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.

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 Number.