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IPG PHOTONICS CORP

Form 4

September 26, 2007

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB Number:

3235-0287

Expires:

January 31, 2005

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OMB APPROVAL

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if no longer subject to Section 16. Form 4 or Form 5

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SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue.

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

See Instruction

1. Name and Address of Reporting Person * Lopresti Angelo P

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to

Issuer

(First) (Last)

IPG PHOTONICS CORP [IPGP]

(Check all applicable)

C/O IPG PHOTONICS

(Street)

(State)

(Month/Day/Year) 09/24/2007

(Middle)

(Zip)

3. Date of Earliest Transaction Director 10% Owner X_ Officer (give title Other (specify below)

CORPORATION, 50 OLD WEBSTER ROAD

4. If Amendment, Date Original

Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check

VP, Secretary & Gen Counsel

Applicable Line)

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

OXFORD, MA 01540

(City)

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

1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2. Transaction Date 2A. Deemed Month/Day/Year) Execution Date, if any (Month/Day/Year)			ies Ac ed of (4 and :	` ′	5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common			Code V	Amount	or (D)	Price	Transaction(s) (Instr. 3 and 4)	(Instr. 4)	
Stock	09/24/2007		M	13,000	A	\$ 1.5	113,000	D	
Common Stock	09/24/2007		S(1)	13,000	D	\$ 18.7121 (2) (3)	100,000	D	
Common Stock	09/25/2007		S <u>(1)</u>	7,000	D	\$ 18.8216 (4)	93,000	D	

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

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SEC 1474 (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. Transactic Code (Instr. 8)	5. Number of tionDerivative 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)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 1.5	09/24/2007		M		13,000	(5)	04/05/2012	Common Stock	13,000
Employee Stock Option (right to buy)	\$ 1.5	09/25/2007		M		7,000	(5)	04/05/2012	Common Stock	7,000

Reporting Owners

Relationships Reporting Owner Name / Address Director 10% Owner

Lopresti Angelo P C/O IPG PHOTONICS CORPORATION 50 OLD WEBSTER ROAD OXFORD, MA 01540

VP, Secretary & Gen Counsel

Other

Officer

Signatures

Angelo P.

09/26/2007 Lopresti

**Signature of Reporting Person Date

2 Reporting Owners

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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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 15, 2007.
 - Sales ranged from \$18.25 to \$18.97 as follows: 300 shares at \$18.25; 100 shares at \$18.30; 27 shares at \$18.31; 149 shares at \$18.33; 200 shares at \$18.35; 100 shares at \$18.36; 651 shares at \$18.37; 100 shares at \$18.41; 421 shares at \$18.50; 108 shares at \$18.51; 100 shares at \$18.53; 459 shares at \$18.55; 212 shares at \$18.56; 73 shares at \$18.58; 300 shares at \$18.59; 100 shares at \$18.60; 100 shares at
- (2) \$18.62; 559 shares at \$18.63; 200 shares at \$18.64; 100 shares at \$18.66; 100 shares at \$18.68; 700 shares at \$18.69; 100 shares at \$18.70; 441 shares at \$18.71; 400 shares at \$18.72; 100 shares at \$18.74; 1,300 shares at \$18.75; 600 shares at \$18.77; 100 shares at \$18.7750; 500 shares at \$18.80; 96 shares at \$18.81; 100 shares at \$18.82; 100 shares \$18.84; 500 shares \$18.85; 104 shares at \$18.87; 300 shares at \$18.88; 300 shares at \$18.90; 300 shares at \$18.91; 500 shares at \$18.92; 300 shares at \$18.93; 700 shares at \$18.94.—Continued in Footnote (3).
- (3) Continued from Footnote (2): 500 shares at \$18.95; 462 shares at \$18.96; 38 shares at \$18.97.
 - Sales ranged from \$18.60 to \$18.97 as follows: 100 shares at \$18.60; 100 shares at \$18.67; 800 shares at \$18.69; 100 shares at 18.70; 200 shares at \$18.72; 200 shares at \$18.73; 478 shares at \$18.75; 22 shares at \$18.76; 100 shares at \$18.77; 400 shares at \$18.79; 157 shares
- (4) at \$18.80; 100 shares at \$18.81; 745 shares at \$18.82; 100 shares at \$18.83; 100 shares at \$18.84; 243 shares at \$18.85; 100 shares at \$18.86; 412 shares at \$18.87; 400 shares at \$18.88; 500 shares at \$18.89; 700 shares at \$18.90; 300 shares at \$18.91; 200 shares at \$18.93; 243 shares at \$18.94; 200 shares at \$18.97.
- (5) Mr. Lopresti was granted options to purchase 200,000 shares; 43.75% of these options vested immediately and the remainder vested in three equal annual installments of 37,500 shares beginning on 12/29/02.

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