IPG PHOTONICS CORP

Form 4

August 09, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

OMB APPROVAL

Number:

Expires:

3235-0287 January 31,

2005

0.5

Estimated average

burden hours per response...

subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box

if no longer

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).

(Print or Type Responses)

1. Name and Address of Reporting Person * TA ASSOCIATES INC	2. Issuer Name and Ticker or Trading Symbol IPG PHOTONICS CORP [IPGP]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last) (First) (Middle)	3. Date of Earliest Transaction				
JOHN HANCOCK TOWER, 200 CLARENDON ST, 56TH FLOOR	(Month/Day/Year) 08/08/2007	_X_ Director 10% Owner Officer (give title _X Other (specify below) See General Remarks			
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check			
BOSTON, MA 02116	Filed(Month/Day/Year)	Applicable Line) Form filed by One Reporting Person _X_ Form filed by More than One Reporting Person			

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative	Secui	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	ransaction Disposed of (D) ode (Instr. 3, 4 and 5)		5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock	08/08/2007		Code V	Amount 21,022 (1)	(D) D	Price \$ 19.8201	(Instr. 3 and 4) 1,592,197 (6) (11)	D	
Common Stock	08/08/2007		S	9,816 (2)	D	\$ 19.8201	743,438 <u>(7)</u> <u>(11)</u>	D	
Common Stock	08/08/2007		S	9,088 (3)	D	\$ 19.8201	688,457 (8) (11)	D	
Common Stock	08/08/2007		S	356 (4)	D	\$ 19.8201	26,872 (9) (11)	D	
Common Stock	08/08/2007		S	618 (5)	D	\$ 19.8201	46,700 (10) (11)	D	

Edgar Filing: IPG PHOTONICS CORP - Form 4

Common Stock	08/09/2007	S	1,799 (1)	D	\$ 19.45	1,590,398 <u>(6)</u> <u>(11)</u>	D
Common Stock	08/09/2007	S	840 (2)	D	\$ 19.45	742,598 <u>(7)</u> <u>(11)</u>	D
Common Stock	08/09/2007	S	778 (3)	D	\$ 19.45	687,679 (8) (11)	D
Common Stock	08/09/2007	S	30 (4)	D	\$ 19.45	26,842 (9) (11)	D
Common Stock	08/09/2007	S	53 (5)	D	\$ 19.45	46,647 (10) (11)	D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	isable and	7. Titl	e and	8. Price of	9
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onNumber	Expiration Da	ate	Amou	nt of	Derivative	J
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	,
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Derivative	e		Securi	ities	(Instr. 5)]
	Derivative				Securities			(Instr.	3 and 4)		(
	Security				Acquired						J
					(A) or						J
					Disposed						-
					of (D)						(
					(Instr. 3,						
					4, and 5)						
									A		
									Amount		
						Date	Expiration	Title	or Number		
					Exercisable Date	Title	of				
				Code V	(A) (D)						
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address	Relationships						
topotting of the runner, runners	Director	10% Owner	Officer	Other			
TA ASSOCIATES INC JOHN HANCOCK TOWER 200 CLARENDON ST, 56TH FLOOR BOSTON, MA 02116	X			See General Remarks			
TA IX LP JOHN HANCOCK TOWER 200 CLARENDON ST. 56TH FLOOR				See General Remarks			

Reporting Owners 2

Edgar Filing: IPG PHOTONICS CORP - Form 4

BOSTON, MA 02116

TA ASSOCIATES IX LLC JOHN HANCOCK TOWER

200 CLARENDON ST. 56TH FLOOR

See General Remarks

BOSTON, MA 02116

TA ADVENT VIII LP

JOHN HANCOCK TOWER

See General Remarks

200 CLARENDON ST, 56TH FLOOR BOSTON, MA 02116

TA ASSOCIATES VIII LLC

JOHN HANCOCK TOWER
200 CLARENDON ST, 56TH FLOOR
See General Remarks

BOSTON, MA 02116

TA / ATLANTIC & PACIFIC IV LP

JOHN HANCOCK TOWER

200 CLARENDON ST. 56TH FLOOR

See General Remarks

BOSTON, MA 02116

TA ASSOCIATES AP IV LP

JOHN HANCOCK TOWER

See General Remarks

200 CLARENDON ST. 56TH FLOOR

BOSTON, MA 02116

TA EXECUTIVES FUND LLC

JOHN HANCOCK TOWER

200 CLARENDON ST. 56TH FLOOR

See General Remarks

BOSTON, MA 02116

TA INVESTORS LLC

JOHN HANCOCK TOWER

200 CLARENDON ST, 56TH FLOOR

See General Remarks

BOSTON, MA 02116

Signatures

TA Associates, Inc., By Thomas P. Alber, Chief Financial Officer 08/09/2007

**Signature of Reporting Person

TA IX L.P., By TA Associates IX LLC, Its General Partner, By TA Associates, Inc., Its

08/09/2007

Manager, By Thomas P. Alber, Chief Financial Officer

**Signature of Reporting Person Date

TA/Advent VIII L.P., By TA Associates VIII LLC, Its General Partner, By TA Associates,
Inc., Its Manager, By Thomas P. Alber, Chief Financial Officer

08/09/2007

**Signature of Reporting Person Date

Date

TA/Atlantic and Pacific IV L.P., By TA Associates AP IV L.P., Its General Partner, By TA Associates, Inc., Its General Partner, By Thomas P. Alber, Chief Financial Officer

08/09/2007

**Signature of Reporting Person Date

TA Executives Fund LLC, By TA Associates, Inc., Its Manager, By Thomas P. Alber, Chief Financial Officer 08/09/2007

Signatures 3

Edgar Filing: IPG PHOTONICS CORP - Form 4

**Signature of Reporting Person Date

TA Investors LLC, By TA Associates, Inc., Its Manager, By Thomas P. Alber, Chief Financial Officer 08/09/2007

**Signature of Reporting Person Date

TA Associates IX LLC, By TA Associates, Inc., Its Manager, By Thomas P. Alber, Chief Financial Officer

08/09/2007

**Signature of Reporting Person

Date

TA Associates VIII LLC, By TA Associates, Inc., Its Manager, By Thomas P. Alber, Chief Financial Officer

08/09/2007

**Signature of Reporting Person

Date

TA Associates AP IV L.P., By TA Associates, Inc., Its General Partner, By Thomas P. Alber, Chief Financial Officer

08/09/2007

**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).
- (1) These securities were sold solely by TA IX L.P.
- (2) These securities were sold solely by TA/Advent VIII L.P.
- (3) These securities were sold solely by TA/Atlantic and Pacific IV L.P.
- (4) These securities were sold solely by TA Executives Fund LLC.
- (5) These securities were sold solely by TA Investors LLC.
- (6) These securities are owned solely by TA IX L.P.
- (7) These securities are owned solely by TA/Advent VIII L.P.
- (8) These securities are owned solely by TA/Atlantic and Pacific IV L.P.
- (9) These securities are owned solely by TA Executives Fund LLC.
- (10) These securities are owned solely by TA Investors LLC.

TA Associates, Inc. is the Manager of TA Associates IX LLC, which is the General Partner of TA IX L.P. TA Associates, Inc. is also the Manager of TA Associates VIII LLC, which is the General Partner of TA/Advent VIII L.P. TA Associates, Inc. is also the General Partner of TA Associates AP IV L.P., which is the General Partner of TA/Atlantic and Pacific IV L.P. TA Associates, Inc. is also the

Manager of TA Executives Fund LLC and TA Investors LLC. TA IX L.P., TA/Advent VIII L.P., TA/Atlantic and Pacific IV L.P., TA
Executives Fund LLC, and TA Investors LLC are collectively known as the "TA Funds". Each of TA Associates, Inc., TA Associates
IX LLC, TA Associates VIII LLC, and TA Associates AP IV L.P. may be deemed to have a beneficial interest in shares held by the
TA Funds and each disclaims beneficial ownership of such shares, except to the extent of its pecuniary interest in such shares which is
subject to indeterminable future events.

Remarks:

The Reporting Persons have a representative on the Issuer's board of Directors. Michael Child currently serves as the Reportin 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.