

IPG PHOTONICS CORP
Form 4
October 12, 2007

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours 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).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Mammen Timothy PV

(Last) (First) (Middle)

C/O IPG PHOTONICS CORPORATION, 50 OLD WEBSTER ROAD

(Street)

OXFORD, MA 01540

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
IPG PHOTONICS CORP [IPGP]

3. Date of Earliest Transaction (Month/Day/Year)
10/10/2007

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___ 10% Owner
 Officer (give title below) ___ Other (specify below)
Vice President & CFO

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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

| 1. Title of Security (Instr. 3) | 2. Transaction Date (Month/Day/Year) | 2A. Deemed Execution Date, if any (Month/Day/Year) | 3. Transaction Code (Instr. 8) | 4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5) | 5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4) | 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4) | 7. Nature of Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | | (A) or (D) Code V Amount (D) Price | | | |
| Common Stock | 10/10/2007 | | M | 8,333 A \$ 1.5 | 100,232 | D | |
| Common Stock | 10/10/2007 | | S ⁽¹⁾ | 100 D \$ 19.36 | 100,132 | D | |
| Common Stock | 10/10/2007 | | S ⁽¹⁾ | 100 D \$ 19.38 | 100,032 | D | |
| Common Stock | 10/10/2007 | | S ⁽¹⁾ | 812 D \$ 19.4 | 99,220 | D | |
| Common Stock | 10/10/2007 | | S ⁽¹⁾ | 290 D \$ 19.41 | 98,930 | D | |

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| | | | | | | | |
|--------------|------------|-------------|-------|---|-----------|---------|---|
| Common Stock | 10/10/2007 | <u>S(1)</u> | 400 | D | \$ 19.44 | 98,530 | D |
| Common Stock | 10/10/2007 | <u>S(1)</u> | 500 | D | \$ 19.45 | 98,030 | D |
| Common Stock | 10/10/2007 | <u>S(1)</u> | 353 | D | \$ 19.46 | 97,677 | D |
| Common Stock | 10/10/2007 | <u>S(1)</u> | 47 | D | \$ 19.465 | 97,630 | D |
| Common Stock | 10/10/2007 | <u>S(1)</u> | 1,650 | D | \$ 19.47 | 95,980 | D |
| Common Stock | 10/10/2007 | <u>S(1)</u> | 966 | D | \$ 19.48 | 95,014 | D |
| Common Stock | 10/10/2007 | <u>S(1)</u> | 100 | D | \$ 19.485 | 94,914 | D |
| Common Stock | 10/10/2007 | <u>S(1)</u> | 307 | D | \$ 19.49 | 94,607 | D |
| Common Stock | 10/10/2007 | <u>S(1)</u> | 1,524 | D | \$ 19.5 | 93,083 | D |
| Common Stock | 10/10/2007 | <u>S(1)</u> | 784 | D | \$ 19.51 | 92,299 | D |
| Common Stock | 10/10/2007 | <u>S(1)</u> | 300 | D | \$ 19.54 | 91,999 | D |
| Common Stock | 10/10/2007 | <u>S(1)</u> | 100 | D | \$ 19.55 | 91,899 | D |
| Common Stock | 10/11/2007 | M | 8,233 | A | \$ 1.5 | 100,132 | D |
| Common Stock | 10/11/2007 | <u>S(1)</u> | 4,800 | D | \$ 20 | 95,332 | D |
| Common Stock | 10/11/2007 | <u>S(1)</u> | 233 | D | \$ 20.02 | 95,099 | D |
| Common Stock | 10/11/2007 | <u>S(1)</u> | 500 | D | \$ 20.03 | 94,599 | D |
| Common Stock | 10/11/2007 | <u>S(1)</u> | 100 | D | \$ 20.04 | 94,499 | D |
| Common Stock | 10/11/2007 | <u>S(1)</u> | 1,000 | D | \$ 20.06 | 93,499 | D |
| Common Stock | 10/11/2007 | <u>S(1)</u> | 300 | D | \$ 20.08 | 93,199 | D |
| Common Stock | 10/11/2007 | <u>S(1)</u> | 1,300 | D | \$ 20.1 | 91,899 | D |

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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. Transaction Code (Instr. 8) | 5. Number of Derivative 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) | 8. Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------------------------------|
| Employee Stock Option (right to buy) | \$ 1.5 | 10/10/2007 | | M | 8,333 | (2) 05/01/2009 | Common Stock | 8,333 |
| Employee Stock Option (right to buy) | \$ 1.5 | 10/11/2007 | | M | 8,233 | (2) 05/01/2009 | Common Stock | 8,233 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|----------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Mammen Timothy PV C/O IPG PHOTONICS CORPORATION 50 OLD WEBSTER ROAD OXFORD, MA 01540 | | | Vice President & CFO | |

Signatures

Angelo P. Lopresti,
Attorney-in-fact

10/12/2007

**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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 13, 2007.
- (2) These options became exercisable in 4 equal installments beginning on 5/1/00.

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