

IPG PHOTONICS CORP
Form 4
November 01, 2013

FORM 4

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

OMB APPROVAL

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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 *
Lopresti Angelo P

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 (Month/Day/Year)
10/30/2013

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
SVP, Secretary & Gen Counsel

C/O IPG PHOTONICS CORPORATION, 50 OLD WEBSTER ROAD

(Street)

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

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

OXFORD, MA 01540

(City) (State) (Zip)

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 Ownership (Instr. 4)	
				(A) or (D)	Price			
				Code	V	Amount		
Common Stock	10/30/2013		M		2,900	A	\$ 8.26 52,169	D
Common Stock	10/30/2013		S ⁽¹⁾		2,900	D	\$ 65 ⁽²⁾ 49,269	D
Common Stock	10/31/2013		M		7,100	A	\$ 8.26 56,369	D
Common Stock	10/31/2013		S ⁽¹⁾		7,100	D	\$ 65.89 ⁽³⁾ 49,269	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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(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 Options (right to buy)	\$ 8.26	10/30/2013		M	2,900	(4) 02/25/2019	Common Stock	2,900
Employee Stock Options (right to buy)	\$ 8.26	10/31/2013		M	7,100	(4) 02/25/2019	Common Stock	7,100

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Lopresti Angelo P C/O IPG PHOTONICS CORPORATION 50 OLD WEBSTER ROAD OXFORD, MA 01540			SVP, Secretary & Gen Counsel	

Signatures

Angelo P. Lopresti,
Attorney-in-fact
11/01/2013

**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 the Form 4 were effected pursuant to a Rule 10b5-1 stock trading plan adopted by the Reporting Person on March 15, 2013.

The reported transaction involved sales between \$65.00 and \$65.06 per share. The weighted average price was \$65.00. The Reporting

(2) Person undertakes to provide upon request by the SEC staff, the Issuer or a security holder of the Issuer the information regarding the number of shares sold at this price.

The reported transaction involved sales between \$65.00 and \$66.43 per share. The weighted average price was \$65.89. The Reporting

(3) Person undertakes to provide upon request by the SEC staff, the Issuer or a security holder of the Issuer the information regarding the number of shares sold at this price.

(4) These options were exercisable 50% on December 1, 2009, and the balance in 12 equal monthly installments commencing on January 1, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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