

IPG PHOTONICS CORP
Form 4
October 24, 2007

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)
C/O IPG PHOTONICS CORPORATION, 50 OLD WEBSTER ROAD

3. Date of Earliest Transaction (Month/Day/Year)
10/22/2007

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

(Street)
OXFORD, MA 01540

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

(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)
			Code	V Amount (A) or (D) Price			
Common Stock	10/22/2007		M	7,200 A \$ 1.5	107,200	D	
Common Stock	10/22/2007		S ⁽¹⁾	7,200 D \$ 20.62	100,000	D	
Common Stock	10/23/2007		M	2,800 A \$ 1.5	102,800	D	
Common Stock	10/23/2007		S ⁽¹⁾	300 D \$ 20.06	102,500	D	
	10/23/2007		S ⁽¹⁾	100 D	102,400	D	

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Common Stock					\$	20.08	
Common Stock	10/23/2007	S ⁽¹⁾	100	D	\$	20.09	102,300 D
Common Stock	10/23/2007	S ⁽¹⁾	300	D	\$	20.1	102,000 D
Common Stock	10/23/2007	S ⁽¹⁾	100	D	\$	20.11	101,900 D
Common Stock	10/23/2007	S ⁽¹⁾	400	D	\$	20.12	101,500 D
Common Stock	10/23/2007	S ⁽¹⁾	400	D	\$	20.13	101,100 D
Common Stock	10/23/2007	S ⁽¹⁾	100	D	\$	20.14	101,000 D
Common Stock	10/23/2007	S ⁽¹⁾	6	D	\$	20.17	100,994 D
Common Stock	10/23/2007	S ⁽¹⁾	294	D	\$	20.18	100,700 D
Common Stock	10/23/2007	S ⁽¹⁾	200	D	\$	20.24	100,500 D
Common Stock	10/23/2007	S ⁽¹⁾	200	D	\$	20.27	100,300 D
Common Stock	10/23/2007	S ⁽¹⁾	200	D	\$	20.3	100,100 D
Common Stock	10/23/2007	S ⁽¹⁾	100	D	\$	20.37	100,000 D

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

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 control number.

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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. D S (1)
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					Date Exercisable	Expiration Date	Title	Amount or Number of Shares
			Code	V	(A)	(D)		
Employee Stock Option (right to buy)	\$ 1.5	10/22/2007	M				Common Stock	7,200
					(3)	04/05/2012		
Employee Stock Option (right to buy)	\$ 1.5	10/23/2007	M				Common Stock	2,800
					(3)	04/05/2012		

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			VP, Secretary & Gen Counsel	

Signatures

Angelo P.
Lopresti
10/24/2007

**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 15, 2007.
Sales ranged from \$20.07 to \$21.36 as follows: 300 shares at \$20.07; 200 shares at \$20.12; 200 shares at \$20.16; 100 shares at \$20.17; 100 shares at \$20.18; 300 shares at \$20.25; 100 shares at \$20.26; 200 shares at \$20.30; 100 shares at \$20.50; 100 shares at \$20.51; 100 shares at \$20.53; 200 shares at \$20.57; 100 shares at \$20.59; 100 shares at \$20.60; 100 shares at \$20.61; 198 shares at \$20.62; 102 shares at \$20.64; 200 shares at \$20.66; 100 shares at \$20.67; 100 shares at \$20.68; 800 shares at \$20.70; 100 shares at \$20.71; 500 shares at \$20.72; 100 shares at \$20.73; 100 shares at \$20.74; 100 shares at \$20.75; 200 shares at \$20.78; 200 shares at \$20.79; 500 shares at \$20.80; 200 shares at \$20.81; 400 shares at \$20.82; 400 shares at \$20.83; 100 shares at \$20.84; 200 shares at \$20.85; 200 shares at \$20.90; and 100 shares at \$21.36.
- (3) 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.

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.