

IPG PHOTONICS CORP
Form 4
November 27, 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 *
IP FIBRE DEVICES LTD

(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)
11/23/2007

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

___ Director ___X___ 10% Owner
___ Officer (give title below) ___ Other (specify below)

6. Individual or Joint/Group Filing(Check Applicable Line)
X 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) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (A) or (D) | Price |
| Common Stock | 11/23/2007 | | S ⁽¹⁾ | | 7,400 | D | \$ 19.52 <u>(2)</u> |
| Common Stock | 11/26/2007 | | S ⁽¹⁾ | | 35,600 | D | \$ 19.96 <u>(3)</u> |

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

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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. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Beneficially Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

IP FIBRE DEVICES LTD
C/O IPG PHOTONICS CORPORATION
50 OLD WEBSTER ROAD
OXFORD, MA 01540

X

Signatures

Angelo P. Lopresti,
Attorney-in-fact

11/27/2007

__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 23, 2007.

(2) Sales ranged from \$19.40 and \$19.88 as follows: 400 shares at \$19.40; 361 shares at \$19.42; 100 shares at \$19.43; 500 shares at \$19.44; 761 shares at \$19.45; 478 shares at \$19.46; 100 shares at \$19.47; 400 shares at \$19.48; 100 shares at \$19.49; 700 shares at \$19.50; 300 shares at \$19.51; 500 shares at \$19.52; 200 shares at \$19.53; 200 shares at \$19.54; 1,000 shares at \$19.55; 100 shares at \$19.56; 300 shares at \$19.59; 400 shares at \$19.60; 100 shares at \$19.66; 100 shares at \$19.72; and 300 shares at \$19.88.

(3) Sales ranged from \$19.71 to \$20.04 as follows: 100 shares at \$19.71; 700 shares at \$19.81; 700 shares at \$19.81; 526 shares at \$19.83; 500 shares at \$19.84; 100 shares at \$19.84; 1,200 shares at \$19.86; 1,020 shares at \$19.87; 304 shares at \$19.88; 1,176 shares at \$19.90; 74 shares at \$19.91; 1,500 shares at \$19.93; 1,785 shares at \$19.94; 1,842 shares at \$19.95; 609 shares at \$19.96; 4,330 shares at \$19.97; 1,241 shares at \$19.98; 2,140 shares at \$19.99; 13,490 shares at \$20.00; 1,648 shares at \$20.01; 515 shares at \$20.02; and 100 shares at \$20.04.

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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