

IPG PHOTONICS CORP  
Form 4  
December 19, 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

(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)  
12/17/2007

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)  
VP, Secretary & Gen Counsel

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)	Price		
				Code	V	Amount	
Common Stock	12/17/2007		M		20,000	A	\$ 1.5 138,039 D
Common Stock	12/17/2007		S <sup>(1)</sup>		20,000	D	\$ 19.07 118,039 D
							(2) (3)

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

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SEC 1474 (9-02)

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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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 1.5	12/17/2007		M	20,000	<u>(4)</u> 04/05/2012	Common Stock 20,000

**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 12/19/2007  
 \*\*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 \$18.80 to \$19.66 as follows: 500 shares at \$18.80; 343 shares at \$18.81; 657 shares at \$18.82; 100 shares at \$18.83; 600 shares at \$18.85; 1,700 shares at \$18.86; 700 shares at \$18.88; 800 shares at \$18.90; 100 shares at \$18.93; 200 shares at \$18.94; 1,700 shares at \$18.95; 600 shares at \$18.98; 1,400 shares at \$18.99; 2,600 shares at \$19.00; 616 shares at \$19.01; 84 shares at \$19.02; 100 shares at \$19.03; 200 shares at \$19.04; 200 shares at \$19.08; 200 shares at \$19.10; 200 shares at \$19.12; 119 shares at \$19.13; 81 shares at \$19.15; 100 shares at \$19.20; 200 shares at \$19.21; 400 shares at \$19.22; 1,200 shares at \$19.23; 100 shares at \$19.24; 400 shares at \$19.25; 500 shares at \$19.26; 100 shares at \$19.27; 68 shares at \$19.28; 238 shares at \$19.30; 500 shares at \$19.31; 100 shares at \$19.32; 100 shares at \$19.35; 100 shares at \$19.36; 100 shares at \$19.40; 100 shares at \$19.45; 794 shares at \$19.49; 300 shares at \$19.50; 46 shares at \$19.54. Cont. Footnote 3.
- (3) 100 shares at \$19.57; 100 shares at \$19.59; 254 shares at \$19.62; 200 shares at \$19.63; and 100 shares at \$19.66.

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- (4) 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.

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