

IPG PHOTONICS CORP  
Form 4  
October 24, 2007

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
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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 \*  
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)  
10/22/2007

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                    | 10/22/2007                           |  | S <sup>(1)</sup>               |   | 14,400  | D  | \$ 20.63<br>(2) (3)                                   |
| Common Stock                    | 10/23/2007                           |  | S <sup>(1)</sup>               |   | 9,100   | D  | \$ 20.21<br>(4)                                       |

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

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number.

**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 Reported Transaction (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|

## 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

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 23, 2007.  
Sales ranged from \$20.01 to \$21.36 as follows: 100 shares at \$20.01; 100 shares at \$20.03; 200 shares at \$20.04; 200 shares at \$20.06; 300 shares at \$20.07; 100 shares at \$20.08; 100 shares at \$20.09; 200 shares at \$20.10; 100 shares at \$20.12; 100 shares at \$20.14; 700 shares at \$20.25; 200 shares at \$20.26; 300 shares at \$20.30; 100 shares \$20.31; 200 shares at \$20.38; 200 shares \$20.50; 200 shares at \$20.52; 200 shares at \$20.53; 100 shares at \$20.56; 100 shares at \$20.57; 100 shares at \$20.58; 300 shares at \$20.59; 200 shares at \$20.60; 200 shares at \$20.61; 123 shares at \$20.62; 300 shares at \$20.64; 200 shares at \$20.65; 300 shares at \$20.66; 177 shares at \$20.67; 200 shares at \$20.68; 1,100 shares at \$20.70; 1,100 shares at \$20.71; 300 shares at \$20.72; 200 shares at \$20.73; 200 shares at \$20.74; 612 shares at \$20.75; 100 shares at \$20.76; 200 shares at \$20.78; 100 shares at \$20.79; 1,388 shares at \$20.80; 200 shares at \$20.81; 900 shares at \$20.82. Cont. Footnote 3.
- (3) 600 shares at \$20.83; 698 shares at \$20.85; 200 shares at \$20.89; 400 shares at \$20.90; 2 shares at \$20.92; 30 shares at \$21.32; 100 shares at \$21.34; and 70 shares at \$21.36.

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Sales ranged from \$19.96 to \$20.62 as follows: 200 shares at \$19.96; 1,293 shares at \$20.06; 100 shares at \$20.07; 400 shares at \$20.08; 400 shares at \$20.09; 407 shares at \$20.10; 200 shares at \$20.11; 500 shares at \$20.12; 200 shares at \$20.13; 300 shares at \$20.14; 200 shares at \$20.145; 100 shares at \$20.15; 100 shares at \$20.16; 300 shares at \$20.17; 74 shares at \$20.18; 100 shares at \$20.199; 100 (4) shares at \$20.20; 100 shares at \$20.21; 100 shares at \$20.22; 900 shares at \$20.24; 526 shares at \$20.25; 100 shares at \$20.255; 183 shares at \$20.26; 17 shares at \$20.27; 100 shares at \$20.294; 200 shares at \$20.30; 300 shares at \$20.37; 88 shares at \$20.39; 112 shares at \$20.40; 200 shares at \$20.41; 100 shares at \$20.42; 100 shares at \$20.43; 200 shares at \$20.44; 200 shares at \$20.46; 100 shares at \$20.53; 100 shares at \$20.545; 100 shares at \$20.59; 200 shares at \$20.60; and 100 shares at \$20.62.

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.