

BuAbbud George H
 Form 4
 May 08, 2008

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 *
 BuAbbud George H

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)
 05/06/2008

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

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D)	Price		
				Code	V	Amount	
Common Stock	05/06/2008		M		10,000	A	\$ 1.5 30,000 D
Common Stock	05/06/2008		S ⁽¹⁾		10,000	D	\$ 18.5 (2) 20,000 D
Common Stock	05/07/2008		M		25,000	A	\$ 1.5 45,000 D
Common Stock	05/07/2008		S ⁽¹⁾		25,000	D	\$ (3) 19.94 20,000 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)			
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
						Code	V	(A)	(D)	
Employee Stock Option (right to buy)	\$ 1.5	05/06/2008		M	10,000	<u>(4)</u>	06/14/2012	Common Stock	10,000	
Employee Stock Option (right to buy)	\$ 1.5	05/07/2008		M	25,000	<u>(4)</u>	06/14/2012	Common Stock	25,000	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

BuAbbud George H
C/O IPG PHOTONICS CORPORATION
50 OLD WEBSTER ROAD
OXFORD, MA 01540

Vice President

Signatures

Angelo P. Lopresti,
Attorney-in-fact

05/08/2008

**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 March 7, 2008.
- (2) Sales ranged from \$18.00 to \$19.00 as follows: 5,000 shares at \$18.00 and 5,000 shares at \$19.00.
Sales ranged from \$19.38 to \$20.00 as follows: 86 shares at \$19.38; 14 shares at \$19.50; 100 shares at \$19.61; 56 shares at \$19.62; 100 shares at \$19.62; 44 shares at \$19.63; 100 shares at \$19.64; 600 shares at \$19.65; 203 shares at \$19.71; 100 shares at \$19.72; 200 shares at \$19.73; 200 shares at \$19.74; 100 shares at \$19.75; 97 shares at \$19.76; 100 shares at \$19.77; 100 shares at \$19.78; 800 shares at \$19.81; 200 shares at \$19.82; 100 shares at \$19.87; 100 shares at \$19.88; 400 shares at \$19.89; 400 shares at \$19.90; 500 shares at \$19.91; 1,700 shares at \$19.92; 100 shares at \$19.94; 1,700 shares at \$19.96; 2,795 shares at \$19.97; 3,105 shares at \$19.98; 100 shares at \$19.99; and 10,800 shares at \$20.00.
- (3) Mr. BuAbbud was granted options to purchase 200,000 shares. 20,000 of these options vested immediately, and the remaining vested in four equal annual installments of 50,000 shares beginning on 6/14/03.
- (4)

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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