

CHILD MICHAEL C  
Form 4  
August 01, 2012

**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 \*  
CHILD MICHAEL C

(Last) (First) (Middle)

JOHN HANCOCK TOWER, 200  
CLARENDON ST. 56TH FLOOR

(Street)

BOSTON, MA 02116

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
IPG PHOTONICS CORP [IPGP]

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

03/07/2012

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)

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 Ownership (Instr. 4)
			Code	V	Amount or Price		
Common Stock	03/07/2012	07/26/2012	P		89 A \$ 56.5	9,001	D
Common Stock	05/09/2012	07/26/2012	S		89 D \$ 48.53	8,912	D

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

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(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)	8. Price of Derivative Security (Instr. 5)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Options (right to buy)	\$ 6.45					<u>(1)</u>	06/21/2016	Common Stock	1,667
Director Stock Options (right to buy)	\$ 20.32					<u>(2)</u>	06/11/2017	Common Stock	3,333
Director Stock Options (right to buy)	\$ 18.41					<u>(3)</u>	06/09/2018	Common Stock	5,000
Director Stock Options (right to buy)	\$ 11.07					<u>(4)</u>	06/08/2019	Common Stock	6,667
Director Stock Options (right to buy)	\$ 15.36					<u>(5)</u>	06/07/2020	Common Stock	6,667
Director Stock Options (right to buy)	\$ 75.15					<u>(6)</u>	05/30/2021	Common Stock	6,667
	\$ 42.43					<u>(7)</u>	06/04/2022		6,667

Director  
 Stock  
 Options  
 (right to  
 buy)

Common  
 Stock

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CHILD MICHAEL C JOHN HANCOCK TOWER 200 CLARENDON ST. 56TH FLOOR BOSTON, MA 02116	X			

## Signatures

Michael C. Child 08/01/2012  
 \_\_Signature of Reporting Person Date

By: Thomas P. Alber, 08/01/2012  
 Attorney-in-Fact Date  
 \_\_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) These options became exercisable 100% on 6/21/2010.
- (2) These options became exercisable in two equal annual installments beginning on 6/12/2010.
- (3) These options are exercisable in three equal annual installments beginning on 6/10/2010.
- (4) These options became exercisable 100% on earlier of 6/10/2010 or date of 2010 annual stockholder meeting of Issuer.
- (5) These options became exercisable 100% on earlier of 6/08/2011 or date of 2011 annual stockholder meeting of Issuer.
- (6) These options became exercisable 100% on earlier of 5/31/2012 or date of 2012 annual stockholder meeting of Issuer.
- (7) These options are exercisable 100% on earlier of 6/05/2013 or date of 2013 annual stockholder meeting of Issuer.

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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