

IPG PHOTONICS CORP
Form 4
January 05, 2017

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 *
Shcherbakov Eugene A

(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)
12/31/2016

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)
SVP, MD IPG Laser GmbH

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 Ownership (Instr. 4)
				(A) or (D)	Price		
Common Stock	12/31/2016	01/03/2017	F	246	D \$ 0	13,625	D
Common Stock	01/03/2017		M	1,565	A \$ 53.76	15,190	D
Common Stock	01/03/2017		M	100	A \$ 58.65	15,290	D
Common Stock	01/03/2017		D ⁽¹⁾	1,665	D \$ 98.91 <u>(2)</u>	13,625	D
Common Stock	01/04/2017		M	1,164	A \$ 58.65	14,789	D

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Common Stock	01/04/2017		<u>D</u> ⁽¹⁾	1,164	D	\$ 100.15 <u>(3)</u>	13,625	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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SEC 1474
(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)	8. F. Derivative Securities (Instr. 3 and 4)		
						Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
						Code	V	(A)	(D)	
Director Stock Option (right to buy)	\$ 53.76	01/03/2017		M	1,565	<u>(4)</u> 02/28/2021		Common Stock	1,565	\$
Director Stock Option (right to buy)	\$ 58.65	01/03/2017		M	100	<u>(5)</u> 02/13/2022		Common Stock	100	\$
Director Stock Option (right to buy)	\$ 58.65	01/04/2017		M	1,164	<u>(5)</u> 02/13/2022		Common Stock	1,164	\$

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Shcherbakov Eugene A C/O IPG PHOTONICS CORPORATION	X	X	SVP, MD IPG Laser GmbH	

50 OLD WEBSTER ROAD
OXFORD, MA 01540

Signatures

/s/ Angelo P. Lopresti,
Attorney-in-fact

01/05/2017

__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 November 30, 2016.

The reported transaction involves sales transactions from \$98.76 to \$99.71 per share. The weighted average price per share was \$98.91.

(2) The Reporting Person undertakes to provide upon request by the SEC staff, the Issuer or a security holder of the Issuer information regarding the number of shares sold at each separate price.

The reported transaction involves sales transactions from \$99.74 to \$100.59 per share. The weighted average price per share was \$100.15.

(3) The Reporting Person undertakes to provide upon request by the SEC staff, the Issuer or a security holder of the Issuer information regarding the number of shares sold at each separate price.

(4) Options vest in four quarterly installments commencing on March 31, 2015.

(5) Options vest in four quarterly installments commencing on March 31, 2016.

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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