

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)
 C/O IPG PHOTONICS CORPORATION, 50 OLD WEBSTER ROAD
 (Street)
 OXFORD, MA 01540
 (City) (State) (Zip)

3. Date of Earliest Transaction (Month/Day/Year)
 05/06/2008

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

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

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	\$ 19.94 ⁽³⁾ 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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
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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