Edgar Filing: GSI GROUP INC - Form 4

GSI GROUP Form 4	P INC										
March 10, 20)15										
FORM	14								OMB AF	PROVAL	
Washington, D.C. 20549								OMB Number:	3235-0287		
Check the if no long	Ter					CIL			Expires:	January 31, 2005	
subject to Section 16. Form 4 or			F CHANGES IN BENEFICIAL OWN SECURITIES					NERSHIP OF	Estimated average burden hours per response		
Form 5 obligation may cont <i>See</i> Instru 1(b).	ns Section 17(inue.	a) of the l	Public U		ling Com	ipany	Act of	e Act of 1934, 1935 or Sectior 0	1		
(Print or Type F	(esponses)										
			2. Issuer Name and Ticker or Trading Symbol GSI GROUP INC [GSIG]					5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (Middle) 3. Date of Earliest Transaction					(Check all applicable)					
(M			(Month/I	(Month/Day/Year) 03/09/2015				Director 10% Owner X Officer (give title Other (specify below) below) Chief Executive Officer			
(Street) 4. If A			4. If Ame	Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
BEDFORD,	, MA 01730-1409)	Filed(Mo	nth/Day/Year)			Applicable Line) _X_ Form filed by O Form filed by M Person			
(City)	(State)	(Zip)	Tab	le I - Non-D	erivative S	Securi	ties Acq	uired, Disposed of,	or Beneficial	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	Executior any	n Date, if	3. 4. Securities Acquired Transactior(A) or Disposed of (D Code (Instr. 3, 4 and 5) (Instr. 8) (A)		of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	03/09/2015			М	30,435	А	\$ 12.37	399,820	D		
Common Stock	03/09/2015			F	10,156	D	\$ 12.37	389,664	D		
Common Stock	03/09/2015			М	37,219	A	\$ 12.37	426,883	D		
Common Stock	03/09/2015			F	17,531	D	\$ 12.37	409,352	D		

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

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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. Transactic Code (Instr. 8)	TransactionDerivative Code Securities		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	
Restricted Stock Units (1)	<u>(1)</u>	03/09/2015		М	30,435	(1)(2)	(1)(2)	Common Stock	30,435	
Restricted Stock Units (1)	<u>(1)</u>	03/09/2015		М	37,219	(1)(3)	(1)(3)	Common Stock	37,219	

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Roush John A C/O GSI GROUP INC. 125 MIDDLESEX TURNPIKE BEDFORD, MA 01730-1409			Chief Executive Officer				
O !							

Signatures

/s/ Joanna Tow, 03/10/2015 Attorney-In-Fact

**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) Each Restricted Stock Unit represents the right to receive one GSI Group Inc. common share upon vesting of such Restrict Stock Unit.
- (2) The Restricted Stock Units vest in three equal annual installments on March 8, 2013, March 8, 2014 and March 8, 2015.
- (3) The Restricted Stock Units vest in three equal annual installments on March 8, 2014, March 8, 2015 and March 8, 2016.

Remarks:

Power of Attorney on file

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.