

SECURITIES AND EXCHANGE COMMISSION

FORM 4

Statement of changes in beneficial ownership of securities

Filing Date: **2013-01-11** | Period of Report: **2013-01-09**
SEC Accession No. [0001111928-13-000010](#)

([HTML Version](#) on [secdatabase.com](#))

REPORTING OWNER

Ovtchinnikov Alexander

CIK: **1378547**

Type: **4** | Act: **34** | File No.: **001-33155** | Film No.: **13525629**

Mailing Address

IPG PHOTONICS

CORPORATION

50 OLD WEBSTER ROAD

OXFORD MA 01540

ISSUER

IPG PHOTONICS CORP

CIK: **1111928** | IRS No.: **043444218** | State of Incorporation: **DE**

SIC: **3674** Semiconductors & related devices

Mailing Address

50 OLD WEBSTER ROAD

OXFORD MA 01540

Business Address

50 OLD WEBSTER ROAD

OXFORD MA 01540

5083731100

FORM 4

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0287
Expires: 02/28/2011
Estimated average burden hours per response 0.5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

1. Name and Address of Reporting Person Ovtchinnikov Alexander			2. Issuer Name and Ticker or Trading Symbol IPG PHOTONICS CORP [IPGP]			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) Vice President		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/09/2013					
C/O IPG PHOTONICS CORPORATION, 50 OLD WEBSTER ROAD			4. If Amendment, Date Original Filed(Month/Day/Year)			6. Individual or Joint/Group Filing (Check applicable line) <input checked="" type="checkbox"/> Form Filed by One Reporting Person <input type="checkbox"/> Form Filed by More than One Reporting Person		
(Street) 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)
			Code	V	Amount	(A) or (D) Price			
Common Stock	01/09/2013		<u>M</u>		688	A \$8.26	110,824	D	
Common Stock	01/09/2013		<u>M</u>		1,145	A \$19.69	111,969	D	
Common Stock	01/09/2013		<u>S</u> ⁽¹⁾		1,833	D \$65.25 ⁽²⁾	110,136	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date					
Employee Stock Option (right to buy)	\$8.26	01/09/2013		<u>M</u>			688	⁽³⁾	02/25/2019	Common Stock 688	\$ 0	6,874	D	

Employee Stock Option (right to buy)	\$19.69	01/09/2013		<u>M</u>		1,145	(4)	05/08/2018	Common Stock	1,145	\$ 0	6,188	D	
--	---------	------------	--	----------	--	-------	-----	------------	-----------------	-------	------	-------	---	--

Explanation of Responses:

1. The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on February 14, 2012.
2. The reported transactions from \$64.45 and \$65.50 per share. 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.
3. These options vest in 32 monthly installments commencing on May 1, 2011.
4. These options vest in 12 monthly installments commencing on May 9, 2012.

Signatures

Angelo P. Lopresti, Attorney-in-fact

** Signature of Reporting Person

01/11/2013

Date

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

* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.