

Shcherbakov Eugene A
Form 4
May 08, 2008

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

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

OMB APPROVAL

OMB
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(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)

05/06/2008

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)

Managing Director of IPG Laser

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price \$
Common Stock	05/06/2008		S ⁽¹⁾		150,000	D	18.17 (2) (3) (4)
							39,994
							D

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

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information contained in this form are not
required to respond unless the form
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SEC 1474
(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)	9. Nu Deriv Secur Bene Own Follo Repo Trans (Instr
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Shcherbakov Eugene A C/O IPG PHOTONICS CORPORATION 50 OLD WEBSTER ROAD OXFORD, MA 01540	X Managing Director of IPG Laser

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 14, 2008.

(2) Sales ranged from \$17.50 to \$19.06 as follows: 19,177 shares at \$17.50; 100 shares at \$17.51; 1,600 shares at \$17.51; 2,100 shares at \$17.52; 100 shares at \$17.53; 300 shares at \$17.53; 300 shares at \$17.54; 100 shares at \$17.54; 100 shares at \$17.54; 490 shares at \$17.54; 100 shares at \$17.55; 1,568 shares at \$17.55; 200 shares at \$17.56; 2,199 shares at \$17.57; 2,400 shares at \$17.58; 1,500 shares at \$17.59; 100 shares at \$17.59; 1,500 shares at \$17.60; 1,200 shares at \$17.61; 1,200 shares at \$17.62; 300 shares at \$17.64; 1,800 shares at \$17.65; 2,700 shares at \$17.66; 17 shares at \$17.67; 300 shares at \$17.69; 124 shares at \$17.71; 400 shares at \$17.73; 1,542 shares at \$17.74; 283 shares at \$17.83; 100 shares at \$17.87; 1,100 shares at \$17.91; 500 shares at \$17.96; 4,200 shares at \$17.97; 200 shares at \$17.98; 100 shares at \$17.99; 9,600 shares at \$18.00; 600 shares at \$18.03; 2,500 shares at \$18.04; 200 shares at \$18.05; 600 shares at \$18.06; Cont. in footnote 3.

(3) 900 shares at \$18.07; 800 shares at \$18.08; 200 shares at \$18.09; 500 shares at \$18.10; 100 shares at \$18.11; 1,000 shares at \$18.14; 1,000 shares at \$18.15; 500 shares at \$18.21; 800 shares at \$18.22; 2,300 shares at \$18.27; 600 shares at \$18.28; 200 shares at \$18.29; 400 shares at \$18.30; 200 shares at \$18.31; 2,376 shares at \$18.32; 200 shares at \$18.33; 2,464 shares at \$18.34; 400 shares at \$18.35; 300 shares at \$18.36; 200 shares at \$18.37; 300 shares at \$18.38; 400 shares at \$18.40; 600 shares at \$18.41; 550 shares at \$18.42; 1,000 shares at \$18.43; 2,210 shares at \$18.44; 2,200 shares at \$18.45; 600 shares at \$18.46; 2,800 shares at \$18.47; 1,500 shares at \$18.48; 200

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shares at \$18.49; 3,600 shares at \$18.49; 22,020 shares at \$18.50; 1,200 shares at \$18.51; 2,600 shares at \$18.52; 180 shares at \$18.53; 2,100 shares at \$18.54; 200 shares at \$18.55; 100 shares at \$18.57; 448 shares at \$18.58; Cont. in footnote 4.

- 300 shares at \$18.59; 900 shares at \$18.60; 1,200 shares at \$18.60; 2,176 shares at \$18.61; 100 shares at \$18.62; 2,500 shares at \$18.62; 200 shares at \$18.62; 576 shares at \$18.63; 300 shares at \$18.64; 1,400 shares at \$18.64; 300 shares at \$18.65; 300 shares at \$18.66; 1,300 shares at \$18.67; 400 shares at \$18.69; 1,000 shares at \$18.69; 1,202 shares at \$18.70; 123 shares at \$18.71; 600 shares at \$18.71; (4) 1,100 shares at \$18.72; 100 shares at \$18.73; 1,075 shares at \$18.75; 2,300 shares at \$18.76; 1,060 shares at \$18.77; 200 shares at \$18.78; 100 shares at \$18.81; 740 shares at \$18.82; 200 shares at \$18.84; 100 shares at \$18.89; 200 shares at \$18.92; 600 shares at \$18.93; 100 shares at \$18.93; 188 shares at \$18.96; 200 shares at \$18.98; 106 shares at \$18.99; 400 shares at \$19.00; 6 shares at \$19.01; 100 shares at \$19.03; 300 shares at \$19.05; 2,100 shares at \$19.06; and 100 shares at \$19.06.

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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