

Burgomaster Thomas J
 Form 4
 October 31, 2018

FORM 4

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

OMB APPROVAL

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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 *
 Burgomaster Thomas J

(Last) (First) (Middle)

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)
 02/28/2014

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)
 Chief Accounting Officer

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 (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	02/28/2014		A		700 ⁽¹⁾ A \$ 0	6,037	D
Common Stock	03/31/2014		F		55 D \$ 71.08	5,982	D
Common Stock	06/30/2014		F		55 D \$ 68.8	6,091 ⁽²⁾	D
Common Stock	09/30/2014		F		55 D \$ 68.78	6,036	D
Common Stock	12/31/2014		F		55 D \$ 74.92	6,162 ⁽³⁾	D

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Common Stock	01/05/2015	M	2,900	A	\$ 10.27	9,062	D
Common Stock	01/05/2015	S	2,900	D	\$ 72.92 (4)	6,162	D
Common Stock	01/05/2015	M	2,231	A	\$ 15.82	8,393	D
Common Stock	01/05/2015	S	2,231	D	\$ 73	6,162	D
Common Stock	01/12/2015	S	662	D	\$ 71.43 (5)	5,500	D
Common Stock	01/23/2015	M	2,232	A	\$ 15.82	7,732	D
Common Stock	01/23/2015	S	2,232	D	\$ 75.19	5,500	D
Common Stock	01/23/2015	S	1,125	D	\$ 75.13	4,375	D
Common Stock	02/06/2015	M	2,500	A	\$ 21.35	6,875	D
Common Stock	02/06/2015	S	2,500	D	\$ 80.09	4,375	D
Common Stock	02/09/2015	M	2,500	A	\$ 21.35	6,875	D
Common Stock	02/09/2015	S	2,500	D	\$ 85.32	4,375	D
Common Stock	02/25/2015	A	1,166 (6)	A	\$ 0	5,541	D
Common Stock	03/31/2015	F	222	D	\$ 92.7	5,319	D
Common Stock	06/30/2015	F	222	D	\$ 85.18	5,265 (7)	D
Common Stock	09/30/2015	F	221	D	\$ 75.97	5,044	D
Common Stock	11/11/2015	M	637	A	\$ 15.82	5,681	D
Common Stock	11/11/2015	S	637	D	\$ 90.85	5,044	D
Common Stock	11/27/2015	S	200	D	\$ 92.48	4,844	D
Common Stock	12/02/2015	S	294	D	\$ 93.7	4,550	D

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Stock

Common Stock 12/31/2015 F 222 D \$ 89.16 4,475 ⁽⁸⁾ 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. 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)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable Expiration Date	Title	
Employee Stock Option (right to buy)	\$ 71.77	02/28/2014		A	4,400	⁽⁹⁾ 02/28/2024	Common Stock	4,400
Employee Stock Option (right to buy)	\$ 10.27	01/05/2015		M	2,900	⁽¹⁰⁾ 05/07/2019	Common Stock	2,900
Employee Stock Option (right to buy)	\$ 15.82	01/05/2015		M	2,231	⁽¹¹⁾ 02/26/2020	Common Stock	2,231
Employee Stock Option (right to buy)	\$ 15.82	01/23/2015		M	2,232	⁽¹¹⁾ 02/26/2020	Common Stock	2,232
Employee Stock Option (right to buy)	\$ 21.35	02/06/2015		M	2,500	⁽¹²⁾ 08/05/2020	Common Stock	2,500

buy)

Employee
Stock

Option (right to buy)	\$ 21.35	02/09/2015	M	2,500	<u>(12)</u>	08/05/2020	Common Stock	2,500
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Employee
Stock

Option (right to buy)	\$ 97.65	02/25/2015	A	2,331	<u>(13)</u>	02/25/2025	Common Stock	2,331
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Employee
Stock

Option (right to buy)	\$ 15.82	11/11/2015	M	637	<u>(11)</u>	02/26/2020	Common Stock	637
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Burgomaster Thomas J 50 OLD WEBSTER ROAD OXFORD, MA 01540			Chief Accounting Officer	

Signatures

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

10/31/2018

__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) Grant of restricted stock units vesting March 1, 2018.
- (2) Includes 164 shares acquired under the IPG employee stock purchase plan on June 30, 2014.
- (3) Includes 181 shares acquired under the IPG employee stock purchase plan on December 31, 2014.
- (4) The reported transaction involves purchase transactions from \$72.89 to \$72.96 per share. The weighted average price per share was \$72.92. 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 purchased at each separate price.
- (5) The reported transaction involves purchase transactions from \$70.27 to \$75.13 per share. The weighted average price per share was \$71.43. 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 purchased at each separate price.
- (6) Grant of restricted stock units vesting March 1, 2019.
- (7) Includes 168 shares acquired under the IPG employee stock purchase plan in June 30, 2015.
- (8) Includes 147 shares acquired under the IPG employee stock purchase plan on December 31, 2015.

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- (9) Options vesting March 1, 2018.
- (10) Options vest 25% May 7, 2010, 25% May 2, 2011 and 50% May 7, 2012.
- (11) Options vest eight equal quarterly installments commencing March 31, 2013.
- (12) Options vest 25% on August 5, 2011 and the remaining amount in fourteen equal monthly amounts commencing September 30, 2011.
- (13) Options vest March 1, 2019.

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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