

II-VI INC
Form 4
June 05, 2008

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 *
MORRISON DUNCAN A J

(Last) (First) (Middle)

24824 DOWNIE LINE, RURAL
ROUTE 4

(Street)

WEST LORNE, A6 N0L 2P0

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
II-VI INC [IIVI]

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

06/04/2008

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)

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)
				(A) or (D)	Price		
Common Stock	06/04/2008		M	A	\$ 8.17	21,240	D
Common Stock	06/04/2008		S	D	\$ 39.92	20,640	D
Common Stock	06/04/2008		S	D	\$ 39.7941	19,640	D
Common Stock	06/04/2008		S	D	\$ 39.6892	19,140	D
Common Stock	06/04/2008		S	D	\$ 39.68	18,640	D

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Common Stock	06/04/2008	S	500	D	\$ 39.65	18,140	D	
Common Stock	06/04/2008	S	500	D	\$ 39.604	17,640	D	
Common Stock	06/04/2008	S	500	D	\$ 39.628	17,140	D	
Common Stock	06/04/2008	S	400	D	\$ 39.7181	16,740	D	
Common Stock	06/04/2008	S	500	D	\$ 39.6042	16,240	D	
Common Stock	06/04/2008	S	500	D	\$ 39.534	15,740	D	
Common Stock	06/04/2008	S	500	D	\$ 39.7135	15,240	D	
Common Stock						3,000	I	By Spouse ⁽¹⁾

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

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 control number.

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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. Derivative Securities (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (Right to buy)	\$ 8.17	06/04/2008		M	6,000	⁽²⁾	02/17/2013	Common Stock	6,000

Reporting Owners

Reporting Owner Name / Address

Relationships

Reporting Owners

