

IPG PHOTONICS CORP

Form 3

December 12, 2006

FORM 3**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**INITIAL STATEMENT OF 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 *

Â GAPONTSEV DENIS

(Last) (First) (Middle)

C/O IPG PHOTONICS
CORPORATION,Â 50 OLD
WEBSTER ROAD

(Street)

OXFORD,Â MAÂ 01540

(City) (State) (Zip)

2. Date of Event Requiring
Statement

(Month/Day/Year)

12/12/2006

3. Issuer Name **and** Ticker or Trading Symbol

IPG PHOTONICS CORP [IPGP]

4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

☐ Director ☐ 10% Owner☒ Officer ☐ Other
(give title below) (specify below)

Vice President

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 Beneficially Owned**1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

Common Stock

1,666,666

D Â

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

SEC 1473 (7-02)

**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.****Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**1. Title of Derivative Security
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)4. Conversion
or Exercise
Price of
Derivative5. Ownership
Form of
Derivative
Security:6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Security	Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Options (right to buy)	Â <u>(1)</u>	06/10/2013	Common Stock	4,846	\$ 1.5	D	Â
Employee Stock Options (right to buy)	Â <u>(2)</u>	03/03/2014	Common Stock	16,667	\$ 1.5	D	Â
Employee Stock Options (right to buy)	Â <u>(3)</u>	03/03/2014	Common Stock	16,667	\$ 1.5	D	Â
Employee Stock Options (right to buy)	Â <u>(4)</u>	06/14/2012	Common Stock	12,072	\$ 1.5	D	Â
Employee Stock Options (right to buy)	Â <u>(5)</u>	03/18/2013	Common Stock	7,539	\$ 1.5	D	Â
Employee Stock Options (right to buy)	Â <u>(6)</u>	04/18/2016	Common Stock	40,000	\$ 5.37	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GAPONTSEV DENIS C/O IPG PHOTONICS CORPORATION 50 OLD WEBSTER ROAD OXFORD,Â MAÂ 01540	Â	Â	Â Vice President	Â

Signatures

Angelo P. Lopresti, as
Attorney-in-Fact

12/12/2006

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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) These options were exercisable immediately.
- (2) These options are exercisable in three equal annual installments of 5,555 shares beginning on 3/3/05.
- (3) These options were exercisable immediately.
- (4) These options were exercisable immediately.
- (5) These options were exercisable immediately.
- (6) These options are exercisable in five equal installments of 8,000 shares beginning on 4/18/07.

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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