

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 \*

TA INVESTORS LLC

(Last) (First) (Middle)

JOHN HANCOCK  
TOWER, 200 CLARENDON  
ST, 56TH FLOOR

(Street)

BOSTON, MA 02116

(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)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)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)Date Expiration  
Exercisable Date3. Title and Amount of  
Securities Underlying  
Derivative Security  
(Instr. 4)Title Amount or  
Number of4. Conversion  
or Exercise  
Price of  
Derivative  
Security5. Ownership  
Form of  
Derivative  
Security:  
Direct (D)6. Nature of Indirect  
Beneficial  
Ownership  
(Instr. 5)

# Edgar Filing: IPG PHOTONICS CORP - Form 3

|                          |            |            |                 | Shares |        | or Indirect<br>(I)<br>(Instr. 5) |   |
|--------------------------|------------|------------|-----------------|--------|--------|----------------------------------|---|
| Series B Preferred Stock | 12/12/2006 | Â (3)      | Common<br>Stock | 22,291 | \$ (1) | D                                | Â |
| Series B Warrants        | 12/12/2006 | 04/01/2008 | Common<br>Stock | (2)    | \$ (2) | D                                | Â |

## Reporting Owners

| Reporting Owner Name / Address                                                               | Relationships |           |         |       |
|----------------------------------------------------------------------------------------------|---------------|-----------|---------|-------|
|                                                                                              | Director      | 10% Owner | Officer | Other |
| TA INVESTORS LLC<br>JOHN HANCOCK TOWER<br>200 CLARENDON ST, 56TH FLOOR<br>BOSTON,Â MAÂ 02116 | Â X           | Â         | Â       | Â     |

## Signatures

|                                              |            |
|----------------------------------------------|------------|
| TA Investors LLC                             | 12/12/2006 |
| __Signature of Reporting Person              | Date       |
| By: TA Associates, Inc., its Manager         | 12/12/2006 |
| __Signature of Reporting Person              | Date       |
| By: Thomas P. Alber, Chief Financial Officer | 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) The number of shares of Common Stock is subject to adjustment based upon the initial public offering price in connection with the issuer's initial public offering.
- (2) The number of shares of Common Stock underlying the warrants is indeterminate and will be determined based upon the initial public offering price of the Common Stock in connection with the issuer's initial public offering.
- (3) N/A

Â

### Remarks:

TheÂ ReportingÂ PersonÂ hasÂ aÂ representativeÂ onÂ theÂ issuer'sÂ boardÂ ofÂ directors.Â Â MichaelÂ ChildÂ current

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

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