Edgar Filing: Heiland K. Peter - Form 4

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Form 4											
February 01, 201								OMB A		AI	
FORM 4	UNITED	STATES		RITIES A			E COMMISSIO	-	3235-		
Check this box if no longer subject to Section 16. Form 4 or		STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								ry 31, 2005	
Form 5 obligations may continue. See Instruction 1(b).	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									0.5	
(Print or Type Respo	nses)										
1. Name and Address of Reporting Person <u>*</u> Heiland K. Peter			2. Issuer Name and Ticker or Trading Symbol GSI GROUP INC [GSIGQ]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (I	(Chec						eck all applicabl	k all applicable)		
20 LEDGEWOOD DRIVE							rector 10% Owner icer (give title Other (specify below)				
(Street)			4. If Amendment, Date Original Filed(Month/Day/Year)			 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person 					
DOVER, MA 02	2030							More than One R			
(City)	(State)	(Zip)	Tab	le I - Non-l	Derivative	Securities A	Acquired, Disposed	of, or Beneficia	lly Owne	d	
	ansaction Date hth/Day/Year)		Date, if	3. Transactio Code (Instr. 8) Code V	Disposed (Instr. 3,	(A) or of (D)	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 Indirect Beneficia Ownersh (Instr. 4)	al iip	
Reminder: Report or	n a separate line	e for each cla	ass of sect	urities bene	Perso inforr requi	ons who res nation cont red to resp ays a curre	or indirectly. spond to the colle tained in this forr ond unless the fo ntly valid OMB co	n are not orm	SEC 1474 (9-02)		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5. Number	6. Date Exercisable and	7. Title and Amount of	8. Pric
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	Deriva
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	Securi
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)	Acquired			(Instr.

	Derivative Security				(A) orDispose(D)(Instr. 3, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Deferred Stock Unit	<u>(1)</u>	01/01/2012	А		6,110		<u>(1)</u>	<u>(1)</u>	Common Stock	6,110	Ĺ

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
Heiland K. Peter 20 LEDGEWOOD DRIVE DOVER, MA 02030	Х							
Signatures								
/s/ James E. Dawson, as attorney-in-fact		02/01/2	2012					

**Signature of Reporting Person 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).

Date

(1) As of the date the reporting person ceases to be a director of the issuer, each Deferred Stock Unit will convert into a share of issuer common stock.

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.