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GSI GROUP INC Form 4 March 11, 2014 Image: State of the problem of the p											
 (Print or Type Responses) 1. Name and Address of Reporting Person <u>*</u> Glastra Matthijs (Last) (First) (Middle) C/O GSI GROUP 			 Issuer Name and Ticker or Trading Symbol GSI GROUP INC [GSIG] Date of Earliest Transaction (Month/Day/Year) 03/10/2014 					5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner X Officer (give title Other (specify			
Filed(Mo				f Amendment, Date Original d(Month/Day/Year)				 below) below) Group President,Laser Products 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
BEDFORD, MA 01730 (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned											
	Transaction Date Ionth/Day/Year)	Executio any	ned	3. Transactio Code (Instr. 8) Code V	4. Securit n(A) or Di (Instr. 3,	ties A spose	cquired d 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 of	
Common 03 Stock 03	3/10/2014			M	5,180	A	\$ 12.55	5,180	D		
Common 03 Stock 03	8/10/2014			F	1,923	D	\$ 12.55	3,257	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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Derivative Expiration Date curities (Month/Day/Year) quired or posed of str. 3, 4,		Underlying Securities		8. Pr Deriv Secu (Inst
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	
Restricted Stock Units <u>(1)</u>	(1)	03/10/2014		М	5,180	(1)(2)	(1)(2)	Common Stock	5,180	\$

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Glastra Matthijs C/O GSI GROUP CORPORATION 125 MIDDLESEX TURNPIKE BEDFORD, MA 01730			Group President,Laser Products				
Signatures							
/s/ Joanna Tow,	03/11/2	014					

/s/ Joanna Tow,	03/11/2014
Attorney-In-Fact	03/11/2014

**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) Each Restricted Stock Unit represents the right to receive one GSI Group Inc. common share upon vesting of such Restricted Stock Unit.
- (2) The Restricted Stock Units vest in three equal annual installments on March 8, 2014, March 8, 2015 and March 8, 2016.

Remarks:

Power of Attorney on file

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.