Edgar Filing: GSI GROUP INC - Form 4/A

GSI GROUP I Form 4/A March 21, 200										
FORM	Л	STATES SECUI Wa				IGE (COMMISSION		PPROVAL 3235-0287	
Washington, D.C. 20549Check this box if no longer subject to Section 16.STATEMENT OF CHANGES IN BENEFICI SECURITIESForm 4 or Form 5 obligations may continue.STATEMENT OF CHANGES IN BENEFICI SECURITIESForm 5 obligations may continue.Filed pursuant to Section 16(a) of the Securities Section 17(a) of the Public Utility Holding Compa 30(h) of the Investment Company A 					CIAL OWNERSHIP OF Estimated average burden hours per response Estimated average burden hours per response					
(Print or Type Re	esponses)									
BELLANTUONI ANTHONY J S			2. Issuer Name and Ticker or Trading Symbol GSI GROUP INC [GSIG]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Month/Da 03/14/20 (Street) 4. If Amen Filed(Mont			of Earliest Transaction /Day/Year) /2008			Director 10% Owner X Officer (give title Other (specify below) below) Vice President				
			If Amendment, Date Original led(Month/Day/Year) 3/19/2008				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person 			
(City)	(State)	(Zip) Tab	le I - Non-D	erivative S	ecurit	ies Acq	uired, Disposed of	, or Beneficial	ly Owned	
Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	e 2A. Deemed Execution Date, if any (Month/Day/Year)	Code	on(A) or Dis (D) (Instr. 3, 4 Amount	sposed	of	Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		
Common Stock	03/14/2008		А	34,500 (1)	А	\$0	75,900	D		

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.

 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. Transactio Code (Instr. 8)	of (Month/D			and 7. Title and Amount of Underlying Securities (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owna Follo Repo Trans (Instr
Peno	rting O	Whore		Code V	4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
BELLANTUONI ANTHONY J								
			Vice President					

Signatures

Reporting Person

Anthony J. Bellantuoni 03/21/2008 **Signature of

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).
- 12,500 time base vest in three equal annual installments beginning on March 26, 2009. 22,000 vest in accordane with perfomance targets (1) for fiscal year 2008 in three equal annual installments beginning on March 26, 2009.

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.