

GSI GROUP INC  
Form 8-K  
June 25, 2007

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

**FORM 8-K**

**CURRENT REPORT**  
PURSUANT TO SECTION 13 OR 15(d) OF THE SECURITIES EXCHANGE ACT OF 1934

Date of Report (Date of earliest event reported):

**June 25, 2007**

Commission File Number 333-43089

**The GSI Group, Inc.**

(Exact name of registrant as specified in its charter)

**Delaware**

(State or other jurisdiction  
of incorporation or organization)

**37-0856587**

(I.R.S. Employer  
Identification No.)

**1004 E. Illinois Street, Assumption,  
Illinois**

(Address of principal executive offices)

**62510**

(Zip Code)

**(217) 226- 4421**

(Registrant's telephone number)

Check the appropriate box below if the Form 8-K is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
  - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
  - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
  - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e.4(c))
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**ITEM 8.01 OTHER EVENTS**

The Registrant has announced in the form of a press release, attached as Exhibit 99.1 that its sole parent company has entered into an agreement for a pending transaction, which if consummated would result in a change of control of such parent company, and indirectly, a change of control of the Registrant.

It is contemplated that if the pending transaction is consummated, substantially all of the Registrant's existing debt will be refinanced, including the outstanding 12% Senior Notes due 2013.

**ITEM 9.01 FINANCIAL STATEMENTS AND EXHIBITS**

(d) Exhibits.

**Exhibit No. Description**

99.1 Press Release issued by The GSI Group, Inc. dated June 25, 2007

**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

**THE GSI GROUP, INC.**  
(Registrant)

Date: June 25, 2007

By: */s/ William J. Branch*  
Name: William J. Branch  
Title: Chief Executive Officer and Chairman

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