

ADVANCED ENERGY INDUSTRIES INC
 Form 4
 August 09, 2011

FORM 4

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

STATEMENT OF CHANGES IN 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 *
ROGERSON GARRY W

2. Issuer Name and Ticker or Trading Symbol
ADVANCED ENERGY INDUSTRIES INC [AEIS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
1625 SHARP POINT DRIVE
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
08/08/2011

Director 10% Owner
 Officer (give title below) Other (specify below)
CEO

FORT COLLINS, CO 80525

(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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 Acquired, Disposed of, or Beneficially Owned

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
			Code	V	Amount (D) Price		
Common Stock	08/08/2011		A		22,500 <u>(1)</u>	A	\$ 0 22,500 D

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474 (9-02)

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

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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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Security (Instr. 3 and 4)
Employee Stock Option (right to buy)	\$ 8.65	08/08/2011		A	157,500 (2)	08/08/2012 08/08/2021	Common Stock 157
Employee Stock Option (right to buy)	\$ 8.65	08/08/2011		A	112,500 (3)	(3) 08/08/2014(4)	Common Stock 112
Employee Stock Option (right to buy)	\$ 8.65	08/08/2011		A	112,500 (5)	(5) 08/08/2014(4)	Common Stock 112

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ROGERSON GARRY W 1625 SHARP POINT DRIVE FORT COLLINS, CO 80525	X		CEO	

Signatures

/s/ Thomas O. McGimpsey 08/09/2011

**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) The employee restricted stock units granted on 8/8/2011 will vest in three equal installments over a 3 year period beginning on the first anniversary of the grant date.
 - (2) The employee stock options (right to buy) granted on 8/8/2011 will vest in three equal, annual installments over a three year period beginning on the first anniversary of the grant date.
 - (3)

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The employee stock option (right to buy) is a performance based option to purchase 112,500 shares of common stock if the Company's stock price meets or exceeds \$22 each day during a 30-day consecutive period within three years of the grant date.

- (4) If the Employee Stock Options (right to buy) vest based on performance, then they will expire 10 years from grant date.
- (5) The employee stock option is a performance based option to purchase 112,500 shares of common stock if the Company's stock price meets or exceeds \$27.50 each day during a 30-day consecutive period with 3 years of the grant date.
- (6) Mr. Rogerson has stock options (right to buy) of 382,500 stock options.

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

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