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II-VI INC											
Form 4											
February 16, 2000	6										
FORM 4									PPROVAL		
	UNITED	STATES		RITIES A shington			COMMISSION	OMB Number:	3235-0287		
Check this box	-							Expires:	January 31, 2005		
if no longer subject to Section 16.	STATEN	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES									
Form 4 or Form 5	Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,								. 0.5		
obligations may continue. See Instruction 1(b).	Section 17(a) of the I	Public U	tility Hol	ding Cor		of 1935 or Section	on			
(Print or Type Respon	nses)										
1. Name and Address of Reporting Person <u>*</u> CREATURO CRAIG A			2. Issuer Name and Ticker or Trading Symbol II-VI INC [IIVI]				5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (1	Middle)					(Check all applicable)				
(Last) (First) (Middle) 105 WINDMILL ROAD			3. Date of Earliest Transaction (Month/Day/Year)02/14/2006				Director 10% Owner Officer (give title Other (specify below) below) Treasurer and CFO				
			4. If Amendment, Date Original Filed(Month/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)				
BUTLER, PA 16	5002						_X_ Form filed by Form filed by Person	One Reporting P More than One R			
(City) ((State)	(Zip)	Tah	le I - Non-l	Derivative	Securities A	cquired, Disposed o	of, or Beneficia	llv Owned		
	ansaction Date th/Day/Year)	Execution any	ed Date, if	3. Transactio Code (Instr. 8)	4. Securit nAcquired Disposed	ies (A) or of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect		
Densinder Denseter		. f h . 1	6	Code V		(D) Price	(Instr. 3 and 4)				
Reminder: Report on	i a separate line	or each cl	ass of sec	urities bene	Perso inforn requir	ns who rest nation cont red to resp nys a curre	or indirectly. Spond to the collect tained in this form ond unless the for ntly valid OMB col	are not m	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.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transactio	onof Derivative	Expiration Date	Underlying Securities	D
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)	S

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr. 8	3)	Acquired (A) or Disposed (D) (Instr. 3, and 5)	d of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Performance Shares	<u>(1)</u>	02/14/2006		А		1,400		<u>(1)</u>	(1)	Common Stock	1,400
Performance Shares	<u>(2)</u>	02/14/2006		А		1,400		(2)	(2)	Common Stock	1,400

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
CREATURO CRAIG A 105 WINDMILL ROAD BUTLER, PA 16002			Treasurer and CFO					
Signatures								
/s/ Michelle L. Freehling, Attorney-in-Fact		02/1	6/2006					
**Signature of Reporting Person		D	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).

Represents Performance Share Awards granted under the 2005 Omnibus Incentive Plan on 2/14/2006. Each performance share represents
 (1) a contingent right to receive one share of II-VI Incorporated common stock upon achieving certain consolidated revenue performance criteria for the six month period ended 6/30/2006.

Represents Performance Share Awards granted under the 2005 Omnibus Incentive Plan on 2/14/2006. Each performance share represents
 (2) a contingent right to receive one share of II-VI Incorporated common stock upon achieving certain consolidated net cash provided by operating activities performance criteria for the six month period ended 6/30/2006.

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.

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