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COHU INC Form 4											
May 21, 200)8										
FORM	14						NGEO		OMB AF	PPROVAL	
		ITIES AND EXCHANGE COMN hington, D.C. 20549				OMB Number:	3235-0287				
Check this box if no longer									Expires:	January 31, 2005	
subject to Section 1 Form 4 c Form 5 obligatio may con	Section 1 Public Ut	SECUR 6(a) of the tility Hole	ITIES e Securit ling Con	NERSHIP OF e Act of 1934, 1935 or Section	Estimated a burden hou response	verage					
<i>See</i> Instr 1(b).		30(h)	of the In	vestment	Compar	iy Ac	t of 194	.0			
(Print or Type]	Responses)										
			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
			COHU INC [COHU]					(Check all applicable)			
(Last) 12367 CRO	(First) (M	liddle) CLE	3. Date of (Month/D 05/20/20	-	ansaction			Director X Officer (give below) Senior V		Owner er (specify vice	
				endment, Date Original onth/Day/Year)				6. Individual or Joint/Group Filing(Check Applicable Line)			
POWAY, C	CA 92064		(,			_X_Form filed by C Form filed by M Person			
(City)	(State) ((Zip)	Tabl	e I - Non-D	erivative	Secur	ities Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)		Transaction Date 2A. Deemed Ionth/Day/Year) Execution Date, if any (Month/Day/Year)			4. Securi on(A) or D (Instr. 3,	4 and (A) or	d of (D) 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)	Indirect Beneficial	
Common	05/20/2008			Code V M	5,000	(D) A	Price \$	11,982 <u>(1)</u>	D		
Stock	0372072000			101	5,000	11	11.66	11,702	D		
Common Stock	05/20/2008			М	6,000	А	\$ 12.07	17,982 <u>(1)</u>	D		
Common Stock	05/20/2008			S	4,556	D	\$ 16.9	13,426 <u>(1)</u>	D		
Common Stock	05/20/2008			S	5,000	D	\$ 17.15	8,426 <u>(1)</u>	D		
Common Stock	05/20/2008			S	444	D	\$ 17.2	7,982 <u>(1)</u>	D		

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Common Stock 05/20/2008 S 1,000 D ^{\$} 6,982 (1) 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 Owne	d
(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)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (Right to Buy)	\$ 12.07	05/20/2008		М	6,000	(2)	03/10/2009	Common Stock	6,000
Employee Stock Option (Right to Buy)	\$ 11.66	05/20/2008		М	5,000	(3)	10/14/2012	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships							
	Director	10% Owner	Officer	Other				
SCHOLEFIELD COLIN P 12367 CROSTHWAITE CIRCLE POWAY, CA 92064			Senior VP, Sales & Service					
Signatures								
Jeffrey D. Jones (Attorney-in-Fact)	05/2	21/2008						
**Signature of Reporting Person	I	Date						

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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).
- Number of shares includes 6,979 Restricted Stock Units (excluding the impact of shares that will be withheld to cover tax obligations)
 previously reported that in the future will be converted on a one-for-one basis into shares of Cohu, Inc. Common Stock, immediately upon vesting which vesting is scheduled to occur in three or four equal annual installments (assuming continued employment).
- (2) The option vested in four equal annual installments beginning 3/10/2000.
- (3) The option vested in four equal annual installments beginning 10/14/2003.

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.