Edgar Filing: Torton Shay - Form 4

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Form 4	111										
August 11, 20	Л	отатес	SECUD	TIES	A NT	DEVC	II A NI	CE C	OMMISSION		PROVAL
	- UNITED	SIAIES						GEC	UNINISSION	OMB Number:	3235-0287
Check this if no longe subject to Section 16 Form 4 or	er STATE	Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES								Expires: Estimated a burden hou response	•
Form 5 obligation may contin <i>See</i> Instruct 1(b).	s Section 17	(a) of the		lity Ho	ldin	ng Comp	pany .	Act of	e Act of 1934, 1935 or Section 0	n	
(Print or Type R	esponses)										
1. Name and Address of Reporting Person <u>*</u> Torton Shay			2. Issuer Name and Ticker or Trading Symbol					5. Relationship of Reporting Person(s) to Issuer			
(T d)		(A.C. 1.11.)	COHU I	_		-			(Chec	k all applicable)
12367 CROSTHWAITE CIRCLE (M. 08, 08, 08, 08, 08, 08, 08, 08, 08, 08,			3. Date of Earliest Transaction (Month/Day/Year) 08/10/2011					Director 10% Owner X Officer (give title Other (specify below) Senior VP of Operations			
				4. If Amendment, Date Original Filed(Month/Day/Year)					6. Individual or Joint/Group Filing(CheckApplicable Line)_X_ Form filed by One Reporting Person		
POWAY, CA	A 92064								Form filed by M Person	Iore than One Re	porting
(City)	(State)	(Zip)	Table	I - Non-	Der	ivative Se	ecuriti	es Acq	uired, Disposed of	, or Beneficial	ly Owned
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	r) Executionary	emed on Date, if /Day/Year)	Code (Instr. 8	etion 8)	4. Securit (A) or Dis (D) (Instr. 3, 4	sposed 4 and 5 (A) or	of 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)	
Restricted				Code		Amount	(D)	Price			
Stock Units	08/10/2011			А		15,000	А	\$0	15,000	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)

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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. Transactio Code (Instr. 8)	5. Number of orDerivative 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 Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Employee Stock Option (Right to Buy)	\$ 10.77	08/10/2011		А	45,000	08/10/2012 <u>(2)</u>	08/10/2021	Common Stock	45,0

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
Torton Shay 12367 CROSTHWAITE CIRCLE POWAY, CA 92064			Senior VP of Operations				
Signatures							
/s/ Jeffrey D. Jones, by Power of Attorney		08/11/201	1				
**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) Each restricted stock unit (RSU) represents a contingent right to receive one share of Cohu, Inc. Common Stock upon vesting. The RSU vests in four equal annual installments beginning August 10, 2012 (assuming continued employment).
- (2) The option vests in four equal annual installments begining August 10, 2012 (assuming continued employment).

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.