

SIMONET HELENE
Form 4
November 15, 2010

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 *
SIMONET HELENE

(Last) (First) (Middle)

P. O. BOX 54980

(Street)

SANTA CLARA, CA 95056-0980

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
COHERENT INC [COHR]

3. Date of Earliest Transaction (Month/Day/Year)
10/29/2010

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Exec VP and CFO

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 Indirect Beneficial Ownership (Instr. 4)	
				Code	V	Amount				(A) or (D)
Common Stock	10/29/2010		J	V	145 ⁽¹⁾	A	\$ 32.504	23,774	D	
Common Stock	11/10/2010		M		11,781	A	\$ 32.95	35,555	D	
Common Stock	11/10/2010		S		11,781 ⁽²⁾	D	\$ 43.4662 ⁽³⁾	23,774	D	
Common Stock	11/11/2010		M		8,308	A	\$ 32.95	32,082	D	
Common Stock	11/11/2010		S		8,308 ⁽²⁾	D	\$ 43.204 ⁽⁴⁾	23,774	D	

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Common Stock	11/12/2010	M	2,835	A	\$ 32.95	26,609	D
Common Stock	11/12/2010	S	<u>2,835</u> (2)	D	<u>\$ 42.597</u> (5)	23,774	D
Common Stock	11/15/2010	M	4,286	A	\$ 32.95	28,060	D
Common Stock	11/15/2010	S	<u>4,286</u> (2)	D	<u>\$ 42.2423</u> (6)	23,774	D

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

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Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(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. 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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Non Qualified Stock Option (right to buy)	\$ 32.95	11/10/2010		M	11,781	04/15/2009 10/03/2013	Common Stock 11,781
Non Qualified Stock Option (right to buy)	\$ 32.95	11/11/2010		M	8,308	04/15/2009 10/03/2013	Common Stock 8,308
Non Qualified Stock Option (right to buy)	\$ 32.95	11/12/2010		M	2,835	04/15/2009 10/03/2013	Common Stock 2,835

Non Qualified Stock Option (right to buy)	\$ 32.95	11/15/2010	M	4,286	04/15/2009	10/03/2013	Common Stock	4,286
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SIMONET HELENE P. O. BOX 54980 SANTA CLARA, CA 95056-0980			Exec VP and CFO	

Signatures

/s/ John Ambroseo, Pres., CEO & Power of Attorney	11/15/2010
<small>**Signature of Reporting Person</small>	<small>Date</small>

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) Purchase under employee stock purchase plan.
- (2) Sold Pursuant to a Rule 10b5-1 sales plan adopted on May 28, 2010.
- (3) Represents the weighted average sales price for the shares. The range of prices for such sales was \$43.16 to \$43.65.
- (4) Represents the weighted average sales price for the shares. The range of prices for such sales was \$42.95 to \$43.40.
- (5) Represents the weighted average sales price for the shares. The range of prices for such sales was \$42.32 to \$43.00.
- (6) Represents the weighted average sales price for the shares. The range of prices for such sales was \$42.00 to \$42.50.

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.