

Walsh James P
Form 3
November 01, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

OMB
Number: 3235-0104
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

INITIAL STATEMENT OF 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 *

Â Walsh James P
(Last) (First) (Middle)

12367 CROSTHWAITE
CIRCLE

(Street)

POWAY,Â CAÂ 92064

(City) (State) (Zip)

1. Title of Security
(Instr. 4)

Common Stock

2. Date of Event Requiring
Statement

(Month/Day/Year)
10/23/2007

3. Issuer Name **and** Ticker or Trading Symbol
COHU INC [COHU]

4. Relationship of Reporting
Person(s) to Issuer

(Check all applicable)

____ Director ____ 10% Owner
X Officer ____ Other
(give title below) (specify below)
VP Manufacturing

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

6. Individual or Joint/Group
Filing(Check Applicable Line)
X Form filed by One Reporting
Person
____ Form filed by More than One
Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

2. Amount of Securities
Beneficially Owned
(Instr. 4)

3,152 ⁽¹⁾

3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)

D Â

4. Nature of Indirect Beneficial
Ownership
(Instr. 5)

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

SEC 1473 (7-02)

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information contained in this form are not
required to respond unless the form displays a
currently valid OMB control number.**

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

1. Title of Derivative
Security
(Instr. 4)

2. Date Exercisable and
Expiration Date
(Month/Day/Year)

Date Exercisable

3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

4. Conversion
or Exercise
Price of
Derivative
Security

5. Ownership
Form of
Derivative
Security:
Direct (D)

6. Nature of Indirect
Beneficial
Ownership
(Instr. 5)

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		Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	06/15/2005 ⁽²⁾	06/15/2014	Common Stock	7,500	\$ 17.3	D	Â
Employee Stock Option (Right to Buy)	10/27/2005 ⁽³⁾	10/27/2014	Common Stock	5,000	\$ 15.04	D	Â
Employee Stock Option (Right to Buy)	08/17/2007 ⁽⁴⁾	08/17/2016	Common Stock	8,750	\$ 16.4	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Walsh James P 12367 CROSTHWAITE CIRCLE POWAY, CA 92064	Â	Â	Â VP Manufacturing	Â

Signatures

Thomas L. Green
(Attorney-in-Fact)

 **Signature of Reporting Person

Date _____

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).

Includes 2,812 restricted stock units (RSUs) (excluding shares that will be withheld to cover tax obligations) that in the future will be

- (1) 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 equal annual installments (assuming continued employment) from August 17, 2008 to August 17, 2010.
- (2) Exercisable as to 1/4 of the shares on the first four anniversary dates following 06/15/2004.
- (3) Exercisable as to 1/4 of the shares on the first four anniversary dates following 10/27/2004.
- (4) Exercisable as to 1/4 of the shares on the first four anniversary dates following 08/17/2006.

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.