

VIJ SANDEEP
Form 4
August 30, 2010

FORM 4

**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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 *
VIJ SANDEEP

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
P. O. BOX 54980
(Street)
SANTA CLARA, CA 95056

3. Date of Earliest Transaction (Month/Day/Year)
08/27/2010

Director 10% Owner
 Officer (give title below) Other (specify below)

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

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

(City) (State) (Zip)

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 Ownership (Instr. 4)
Common Stock	08/27/2010		M	1,993 A	\$ 27.93 9,593	D	
Common Stock	08/27/2010		S	1,993 D	\$ 37.523 7,600 (1)	D	
Common Stock	08/27/2010		M	30,000 A	\$ 28.4 37,600	D	
Common Stock	08/27/2010		S	30,000 D	\$ 37.523 7,600 (1)	D	
Common Stock	08/27/2010		M	12,000 A	\$ 33.71 19,600	D	

Stock

Common Stock	08/27/2010	S	12,000	D	\$ 37.523 <u>(1)</u>	7,600	D	
Common Stock	08/27/2010	S	2,000	D	\$ 37.523 <u>(1)</u>	5,600	I	"By Family Trust"

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

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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 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 Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 27.93	08/27/2010		M	1,993	03/18/2010 03/18/2018	Common Stock 1,
Non-Qualified Stock Option (right to buy)	\$ 28.4	08/27/2010		M	30,000	03/25/2007 03/25/2014	Common Stock 30
Non-Qualified Stock Option (right to buy)	\$ 33.71	08/27/2010		M	12,000	04/07/2008 04/07/2015	Common Stock 12

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
VIJ SANDEEP P. O. BOX 54980 SANTA CLARA, CA 95056	X			

Signatures

/s/ Bret DiMarco, General Counsel & Power of
Attorney

08/30/2010

__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) Represents the weighted average sales price for the shares. The range of prices for such sales was \$37.50 to \$37.58.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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