## Edgar Filing: COHU INC - Form 4

COHU INC

Form 4 April 17, 201	7										
*									OMB APPROVAL		
FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549								OMB Number:	3235-0287		
Check this if no long subject to Section 16 Form 4 or	F CHANGES IN BENEFICIAL OW SECURITIES					NERSHIP OF	Expires: Estimated a burden hou response	irs per			
Form 5 obligation may conti <i>See</i> Instru 1(b).	$\frac{1}{1}$ section 17	7(a) of the		ility Hold	ling Com	pany	Act o	ge Act of 1934, f 1935 or Sectio 40			
(Print or Type R	esponses)										
			2. Issuer Name <b>and</b> Ticker or Trading Symbol COHU INC [COHU]				g	5. Relationship of Reporting Person(s) to Issuer			
								(Check all applicable)			
				te of Earliest Transaction th/Day/Year) 3/2017				X_ Director10% Owner Officer (give titleX_ Other (specify below) below) Chairman			
	(Street) 4. If Amendment, Date On Filed(Month/Day/Year)							6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person			
POWAY, CA	A 92064								More than One Re		
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	ecuri	ties Ac	quired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction D (Month/Day/Yea	ar) Executio any	emed on Date, if /Day/Year)	Code (Instr. 8)	4. Securi onAcquired Disposed (Instr. 3, Amount	(A) o of (D	)	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)	
Common Stock	04/13/2017			A	192 <u>(1)</u>	. ,	\$ 0	404,208 (2)	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. Transactic Code (Instr. 8)	5. ofNumber of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ate	Secur	unt of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Own Follo Repo Trans (Instr
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

## **Reporting Owners**

Reporting Owner Name / Address	Relationships					
repering o mer runner runn oo	Director	10% Owner	Officer	Other		
DONAHUE JAMES A 12367 CROSTHWAITE CIRCLE POWAY, CA 92064	Х			Chairman		
Signatures						
Jeffrey D. Jones (Attorney-in-Fact)	04/1	17/2017				
**Signature of Reporting Person	1	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).

Grant of Phantom Stock in the form of Deferred Stock Units (DSUs) for payment of dividends on vested and unsettled Deferred Stock(1) Units (DSUs). Each DSU is equal to one share of Cohu, Inc. Common Stock and will be settled through the issuance of common stock upon reporting person's specified deferral date (assuming continued service to the Board).

Number of shares includes 43,347 Restricted Stock Units (RSU) and 70,670 Deferred Stock Units (DSUs) previously reported that in the (2) 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 annual installments (assuming continued service to the Board and achievement of specified performance goals).

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.