

HART JOHN H
Form 4
September 23, 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 *
HART JOHN H

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)

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

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

P. O. BOX 54980

09/21/2010

Former Director

(Street)

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

SANTA CLARA, CA 95056-0980

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 09/21/2010 | | M | | 16,500 | A | \$ 19.06 |
| | | | | | 23,000 | | D |
| Common Stock | 09/21/2010 | | S | | 16,500 | D | \$ 39.802 (1) |
| | | | | | 6,500 | | D |
| Common Stock | 09/22/2010 | | M | | 6,000 | A | \$ 15.21 |
| | | | | | 12,500 | | D |
| Common Stock | 09/22/2010 | | S | | 6,000 | D | \$ 39.3088 (2) |
| | | | | | 6,500 | | D |
| Common Stock | 09/23/2010 | | S | | 4,500 | D | \$ 39.1766 |
| | | | | | 2,000 | | D |

(3)

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.

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(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 Securities (Instr. 3 and 4) | Amount or Number of Shares | |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|--|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Non Qualified Stock Option (right to buy) | \$ 19.06 | 09/21/2010 | | M | 16,500 | 03/27/2006 04/01/2012 | Common stock | 16,500 | |
| Non Qualified Stock Option (right to buy) | \$ 15.21 | 09/22/2010 | | M | 6,000 | 03/31/2010 04/01/2012 | Common Stock | 6,000 | |

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

HART JOHN H
P. O. BOX 54980
SANTA CLARA, CA 95056-0980

Former Director

Signatures

/s/ Bret DiMarco, Pursuant to Power of Attorney

09/23/2010

**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 \$39.664187 to \$39.91.

(2) Represents the weighted average sales price for the shares. The range of prices for such sales was \$39.10 to \$39.7006.

(3) Represents the weighted average sales price for the shares. The range of prices for such sales was \$39.15 to \$39.25.

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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