

Sechrist Paul F
Form 4
November 07, 2012

FORM 4

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

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

OMB APPROVAL

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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Sechrist Paul F

(Last) (First) (Middle)

5100 PATRICK HENRY DR

(Street)

SANTA CLARA,, CA 95054

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

COHERENT INC [COHR]

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

11/05/2012

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

EVP Worldwide Sales & Services

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 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	11/05/2012		M	1,500 A	\$ 0 16,652 ⁽¹⁾	D	
Common Stock	11/05/2012		F	551 ⁽²⁾ D	\$ 43.81 15,101	D	
Common Stock	11/05/2012		M	333 A	\$ 0 15,434	D	
Common Stock	11/05/2012		F	123 ⁽²⁾ D	\$ 43.81 15,311	D	

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 Securities (Instr. 3 and 4)	Amount or Number of Shares
Restricted Stock Units Restricted Stock Units	\$ 0 ⁽³⁾	11/05/2012		M	1,500	11/05/2012 ⁽⁴⁾ 11/05/2012	Common Stock	1,500
Restricted Stock Units Restricted Stock Units	\$ 0 ⁽³⁾	11/05/2012		M	333	11/05/2012 ⁽⁴⁾ 11/05/2012	Common Stock	333

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Sechrist Paul F 5100 PATRICK HENRY DR SANTA CLARA,, CA 95054	EVP Worldwide Sales & Services

Signatures

Paul Sechrist 11/07/2012

**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) Includes 111 shares acquired under the Issuer's employee stock purchase plan on October 31, 2012. Adjusted to correct a clerical error originally reported in the Reporting Person's Form 3 and in subsequent Form 4 reports.
- (2) Represents shares withheld to satisfy minimum tax withholding obligations for released restricted units.
- (3) Reporting Person received one share of common stock for each RSU that vested.
- (4) This Restricted Stock Unit award vests over three years with one third of the grant vesting on each of the subsequent anniversaries of the grant.

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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