AMBROSEO JOHN

Form 4

February 16, 2010

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

OMB 3235-0287 Number:

January 31,

Expires: 2005

OMB APPROVAL

Estimated average burden hours per 0.5 response...

if no longer subject to Section 16. Form 4 or

Check this box

SECURITIES Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations

may continue. See Instruction

Section 17(a) of the Public Utility Holding Company Act of 1935 or Section 30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Per AMBROSEO JOHN	2. Issuer Name and Ticker or Trading Symbol COHERENT INC [COHR]	5. Relationship of Reporting Person(s) to Issuer		
(Last) (First) (Mid-	dle) 3. Date of Earliest Transaction	(Check all applicable)		
P.O. BOX 54980	(Month/Day/Year) 02/12/2010	X Director 10% OwnerX Officer (give title Other (specify below) Pres. and CEO		
(Street)	4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
SANTA CLARA, CA 95056-09	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State)	(Zip) Tab	ole I - Non-	Derivative S	Securi	ties Acquire	ed, Disposed of, o	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. Transactio Code (Instr. 8)	4. Securitie or Disposed o (Instr. 3, 4 a	f (D)	nired (A) or	5. Amount of Securities Beneficially Owned Following Reported Transaction(s)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
~			Code V	Amount	(D)	Price	(Instr. 3 and 4)		
Common Stock (1)	02/12/2010		M	125,000	A	\$ 26.41	199,180	D	
Common Stock	02/12/2010		S	125,000	D	\$ 30.0974 (2)	74,180	D	
Common Stock (1)	02/16/2010		M	21,214	A	\$ 26.41	95,394	D	
Common Stock	02/16/2010		S	21,214	D	\$ 30.2213 (3)	74,180	D	
	02/16/2010		M	3,786	A	\$ 26.41	77,966	D	

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Common Stock (1)

Common Stock S 3,786 D 30.2213 74,180 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)	Securitie	es ed (A) or ed of (D)	6. Date Exercis Expiration Dat (Month/Day/Y	e	7. Title and A Underlying S (Instr. 3 and 4	ec
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	N S
Non-Qualified Stock Option (right to buy)	\$ 26.41	02/12/2010		M	12	25,000	03/25/2007	03/25/2010	Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 26.41	02/16/2010		M	2	21,214	03/25/2007	03/25/2010	Common Stock	
Incentive Stock Option (right to buy)	\$ 26.41	02/16/2010		M	3	3,786	03/25/2007	03/25/2010	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships					
·r· · · · · · · · · · · · · · · · · · ·	Director	10% Owner	Officer	Other		
AMBROSEO JOHN P.O. BOX 54980 SANTA CLARA, CA 95056-0980	X		Pres. and CEO			

Signatures

John Ambroseo	02/16/2010			
**Signature of Reporting Person	Date			

Reporting Owners 2

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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) This option was set to expire in March 2010.
- (2) Represents the weighted average sales price for the shares. The range of prices for such sales was \$29.9982 to \$30.3373.
- (3) Represents the weighted average sales price for the shares. The range of prices for such sales was \$30.081 to \$30.400.

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.