

Jones Jeffrey D
Form 3
November 02, 2007

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *	2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol
Â Jones Jeffrey D	(Month/Day/Year)	COHU INC [COHU]
(Last) (First) (Middle)	11/02/2007	
12367 CROSTHWAITE CIRCLE		4. Relationship of Reporting Person(s) to Issuer
(Street)		5. If Amendment, Date Original Filed(Month/Day/Year)
		(Check all applicable)
		____ Director ____ 10% Owner
		<u>X</u> Officer ____ Other
		(give title below) (specify below)
POWAY,Â CAÂ 92064		VP Finance & CFO
(City) (State) (Zip)		6. Individual or Joint/Group Filing(Check Applicable Line)
		<u>X</u> Form filed by One Reporting Person
		____ Form filed by More than One Reporting Person

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	3,414 ⁽¹⁾	D	Â

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

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form of Derivative Security: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Title			

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		Expiration Date		Amount or Number of Shares		or Indirect (I) (Instr. 5)	
Employee Stock Option (Right to Buy)	07/06/2006 ⁽²⁾	07/06/2010	Common Stock	7,500	\$ 20.47	D	Â
Employee Stock Option (Right to Buy)	08/17/2007 ⁽³⁾	08/17/2016	Common Stock	8,750	\$ 16.4	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Jones Jeffrey D 12367 CROSTHWAITE CIRCLE POWAY, CA 92064			VP Finance & CFO	

Signatures

/s/ Thomas L. Green
(Attorney-in-Fact)

11/02/2007

**Signature of Reporting Person

Date _____

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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).
- Includes 2,812 restricted stock units (RSUs) (excluding shares that will be withheld to cover tax obligations) that in the future will be
- (1) converted on a one-for-one basis into shares of Cohu, Inc. Common Stock, immediately upon vesting which vesting is scheduled to occur in three equal annual installments (assuming continued employment) from August 17, 2008 to August 17, 2010.
- (2) Exercisable as to 1/4 of the shares on the first four anniversary dates following 07/06/2005.
- (3) Exercisable as to 1/4 of the shares on the first four anniversary dates following 08/17/2006.

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.