

COHERENT INC  
Form 4  
February 22, 2017

**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 \*  
JAMES SUSAN M.

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)  
P. O. BOX 54980  
(Street)  
SANTA CLARA, CA 95056

3. Date of Earliest Transaction (Month/Day/Year)  
02/17/2017

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

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

(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	(A) or (D)	Price			
Common Stock	02/17/2017		S		700 <sup>(1)</sup>	D		\$ 190.277 <sup>(2)</sup>	6,800	D	
Common Stock	02/17/2017		S		1,246 <sup>(1)</sup>	D		\$ 191.229 <sup>(3)</sup>	5,554	D	
Common Stock	02/17/2017		S		640 <sup>(1)</sup>	D		\$ 192.725 <sup>(4)</sup>	4,914	D	
Common Stock	02/17/2017		S		914 <sup>(1)</sup>	D		\$ 193.57 <sup>(5)</sup>	4,000	D	

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

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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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned (Instr. 5)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
JAMES SUSAN M. P. O. BOX 54980 SANTA CLARA, CA 95056		X		

## Signatures

/s/ Bret DiMarco, Pursuant to Power of Attorney 02/22/2017

\_\_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) Sold Pursuant to a Rule 10b5-1 sales plan adopted on May 6, 2016.

(2) Represents the weighted average sales price for the shares. The range of prices for such sales was \$189.85 to \$190.80. The reporting person will provide upon request full information regarding the number of shares sold at each separate price.

(3) Represents the weighted average sales price for the shares. The range of prices for such sales was \$190.87 to \$191.65. The reporting person will provide upon request full information regarding the number of shares sold at each separate price.

(4) Represents the weighted average sales price for the shares. The range of prices for such sales was \$192.35 to \$193.33. The reporting person will provide upon request full information regarding the number of shares sold at each separate price.

(5)

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Represents the weighted average sales price for the shares. The range of prices for such sales was \$193.43 to \$193.90. The reporting person will provide upon request full information regarding the number of shares sold at each separate price.

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.