ALLEN JOHN H Form 4/A May 03, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number: January 31, Expires:

2005

Estimated average burden hours per

response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations may continue. See Instruction

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

1(b).

(Print or Type Responses)

1. Name and Add ALLEN JOH	Symbol	Issuer Name and Ticker or Trading Symbol COHU INC [COHU]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
(Last)	(First) (Mic	ddle) 3. Date of H	Earliest Tra	nsaction			(Chech	x an applicable,	,
12367 CROS	ГНWAITE CIRC	(Month/Day LE 05/02/200					Director _X_ Officer (give below) VP F		Owner r (specify
	4. If Amend	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
POWAY, CA	92064	Filed(Month 05/02/200	•			-	Applicable Line) _X_ Form filed by O Form filed by M Person	one Reporting Per Fore than One Rep	
(City)	(State) (Z	ip) Table	I - Non-De	erivative Se	curitie	es Acqu	ired, Disposed of	, or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transacti Code (Instr. 8)	4. Securition(A) or Dis (Instr. 3, 4)	sposed	of (D)	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)
COMMON STOCK	05/02/2007		Code V M	Amount 20,000	(D)	Price \$ 13.5	(Instr. 3 and 4) 38,528	D	

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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

Edgar Filing: ALLEN JOHN H - Form 4/A

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	4. Transacti Code (Instr. 8)	5. Number of barberivative Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		•	7. Title and A Underlying S (Instr. 3 and 4
			Code V	(A) (D)	Date Exercisable	Expiration Date	Title
EMPLOYEE STOCK OPTION (Right to Buy)	\$ 13.5	05/02/2007(1)	M	20,000	05/06/1998(3)	05/06/2007(4)	Common Stock

Reporting Owners

Reporting Owner Name / Address	Keiauonsnips						
	Director	10% Owner	Officer	Other			

ALLEN JOHN H 12367 CROSTHWAITE CIRCLE POWAY, CA 92064

VP Finance & CFO

Signatures

JOHN H.

ALLEN 05/03/2007

**Signature of Date Reporting Person

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 amended Form 4 is filed to correct the date of exercise.
- (2) This amended Form 4 is filed to reflect the disposal of the stock option.
- (3) The option vested in four equal installments on May 6, 1998-2001.
- (4) The options were granted on May 6, 1997 with a ten-year term and were due to expire on May 6, 2007 if not exercised.

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.

Reporting Owners 2