

DiMarco Bret  
Form 4  
November 19, 2010

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL

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**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 \*  
DiMarco Bret

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)  
PO BOX 54980

3. Date of Earliest Transaction (Month/Day/Year)  
11/17/2010

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

Exec VP & General Counsel

(Street)

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

SANTA CLARA, CA 95056-0980

(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 (D) Price			
Common Stock	11/17/2010		M	2,683 A \$ 0	4,452	D	
Common Stock	11/17/2010		F	985 <sup>(1)</sup> D \$ 42.06	3,467	D	
Common Stock	11/18/2010		M	10,783 A \$ 32.95	14,250	D	
Common Stock	11/18/2010		S	10,783 <sup>(3)</sup> D \$ 43.0618 <sup>(4)</sup>	3,467	D	
Common Stock	11/19/2010		M	2,396 A \$ 32.95	5,863	D	

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Common Stock	11/19/2010	S	2,396 <u>(3)</u>	D	\$ 43.0359 <u>(5)</u>	3,467	D
Common Stock	11/19/2010	M	787	A	\$ 23.16	4,254	D
Common Stock	11/19/2010	S	787 <u>(3)</u>	D	\$ 43.0359 <u>(5)</u>	3,467	D

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

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

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**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)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	\$ 0	11/17/2010		M	2,683	<u>(2)</u>	11/17/2011	Common Stock	2,683
Non Qualified Stock Option (right to buy)	\$ 32.95	11/18/2010		M	10,783	04/15/2009	10/03/2013	Common Stock	10,783
Non Qualified Stock Option (right to buy)	\$ 32.95	11/19/2010		M	2,396	04/15/2009	10/03/2013	Common Stock	2,396
Non Qualified Stock Option (right to	\$ 23.16	11/19/2010		M	787	11/17/2009	11/17/2014	Common Stock	787

