

DiMarco Bret
Form 4
October 18, 2010

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2005
Estimated average burden hours per response... 0.5

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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

(Last) (First) (Middle)

PO BOX 54980

(Street)

SANTA CLARA, CA 95056-0980

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
COHERENT INC [COHR]

3. Date of Earliest Transaction (Month/Day/Year)
10/14/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

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

Exec VP & General Counsel

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
___ Form filed by More than One Reporting Person

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
| | | | Code | V | Amount (A) or (D) Price | | |
| Common Stock | 10/14/2010 | | M | | 100 A \$ 32.95 | 1,595 | D |
| Common Stock | 10/14/2010 | | S | | 100 (1) D \$ 41.5 | 1,495 | D |
| Common Stock | 10/15/2010 | | M | | 8,132 A \$ 32.95 | 9,627 | D |
| Common Stock | 10/15/2010 | | S | | 8,132 (1) D \$ 41.5 | 1,495 | D |
| Common Stock | 10/18/2010 | | M | | 1,753 A \$ 32.95 | 3,248 | D |

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Common Stock 10/18/2010 S 1,753⁽¹⁾ D \$ 41.5 1,495 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) | 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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title | |
| Non Qualified Stock Option (right to buy) | \$ 32.95 | 10/14/2010 | | M | 100 | 04/15/2009 10/03/2013 | Common Stock | 100 |
| Non Qualified Stock Option (right to buy) | \$ 32.95 | 10/15/2010 | | M | 8,132 | 04/15/2009 10/03/2013 | Common Stock | 8,132 |
| Non Qualified Stock Option (right to buy) | \$ 32.95 | 10/18/2010 | | M | 1,753 | 04/15/2009 10/03/2013 | Common Stock | 1,753 |

Reporting Owners

| | |
|---------------------------------------|---|
| Reporting Owner Name / Address | Relationships |
| | Director 10% Owner Officer Other |

DiMarco Bret
PO BOX 54980
SANTA CLARA, CA 95056-0980

Exec VP & General Counsel

Signatures

Bret DiMarco 10/18/2010

 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 28, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.
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