

COGNEX CORP  
Form 4  
August 31, 2011

**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 \*  
**SHILLMAN ROBERT J**

(Last) (First) (Middle)

**COGNEX CORPORATION, ONE VISION DRIVE**

(Street)

**NATICK, MA 01760**

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
**COGNEX CORP [CGNX]**

3. Date of Earliest Transaction (Month/Day/Year)  
**08/29/2011**

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)

Chairman of the Board

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	08/29/2011		M		24,000	A	\$ 21.74
Common Stock	08/29/2011		S		24,000	D	\$ 35.3742
Common Stock	08/29/2011		M		41,250	A	\$ 21.195
Common Stock	08/29/2011		S		41,250	D	\$ 35.3742
Common Stock	08/29/2011		M		42,500	A	\$ 21.66

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Common Stock	08/29/2011	S	42,500	D	\$ 35.3742	3,535,506	D
Common Stock	08/29/2011	M	7,000	A	\$ 18.7	3,542,506	D
Common Stock	08/29/2011	S	7,000	D	\$ 35.3742	3,535,506	D
Common Stock	08/30/2011	M	19,250	A	\$ 18.7	3,554,756	D
Common Stock	08/30/2011	S	19,250	D	\$ 35.4843	3,535,506	D
Common Stock	08/30/2011	M	15,750	A	\$ 18.7	3,551,256	D
Common Stock	08/30/2011	S	15,750	D	\$ 35.4843	3,535,506	D

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 Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Am or Num of S
Non-Qualified Stock Option (right to buy)	\$ 18.7	08/29/2011		M	7,000	02/19/2009	02/19/2018	Common Stock	7,
Non-Qualified Stock Option (right to buy)	\$ 18.7	08/30/2011		M	19,250	02/19/2009	02/19/2018	Common Stock	19
Non-Qualified Stock Option (right to buy)	\$ 18.7	08/30/2011		M	15,750	02/19/2010	02/19/2018	Common Stock	15
Non-Qualified Stock Option	\$ 21.195	08/29/2011		M	41,250	01/01/2004	04/02/2013	Common Stock	41

(right to buy)

Non-Qualified Stock Option (right to buy)	\$ 21.66	08/29/2011		M	42,500	01/29/2008	01/29/2017	Common Stock	42
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Non-Qualified Stock Option (right to buy)	\$ 21.74	08/29/2011		M	24,000	01/01/2003	02/11/2012	Common Stock	24
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## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHILLMAN ROBERT J COGNEX CORPORATION ONE VISION DRIVE NATICK, MA 01760	X		Chairman of the Board	

## Signatures

Robert J.  
Shillman                                 08/31/2011

\_\_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).

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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