

COGNEX CORP

Form 4

August 31, 2011

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

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

OMB APPROVAL

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(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	(A) or (D)	Price		
Common Stock	08/29/2011		M		24,000	A	\$ 21.74	3,559,506	D
Common Stock	08/29/2011		S		24,000	D	\$ 35.3742	3,535,506	D
Common Stock	08/29/2011		M		41,250	A	\$ 21.195	3,576,756	D
Common Stock	08/29/2011		S		41,250	D	\$ 35.3742	3,535,506	D
Common Stock	08/29/2011		M		42,500	A	\$ 21.66	3,578,006	D

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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
Non-Qualified Stock Option (right to buy)	\$ 21.74	08/29/2011	M	24,000	01/01/2003	02/11/2012	Common Stock	24

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
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).

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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