

OMB APPROVAL	
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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

1. Name and Address of Reporting Person* <u>Jones Jeffrey D</u>			2. Issuer Name and Ticker or Trading Symbol <u>COHU INC [COHU]</u>			5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director _____ 10% Owner _____ Officer (give title below) _____ Other (specify below) _____ VP Finance & CFO		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) <u>11/06/2020</u>			6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
12367 CROSTHWAITE CIRCLE			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street) <u>POWAY CA 92064</u>								
(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	(A) or (D)	Price			
Common Stock	11/06/2020		M		700	A	\$10.58	241,157	D	
Common Stock	11/06/2020		S		700 ⁽¹⁾	D	\$23.37	240,457	D	
Common Stock	11/06/2020		M		13,135	A	\$10.58	253,592	D	
Common Stock	11/06/2020		S		13,135 ⁽²⁾	D	\$23.17	240,457	D	
Common Stock	11/09/2020		M		4,759	A	\$10.58	245,216	D	
Common Stock	11/09/2020		S		4,759 ⁽³⁾	D	\$24.2	240,457	D	
Common Stock	11/09/2020		M		1,784	A	\$10.58	242,241	D	
Common Stock	11/09/2020		S		1,784 ⁽⁴⁾	D	\$24.02	240,457	D	
Common Stock	11/09/2020		M		13,402	A	\$10.58	253,859	D	
Common Stock	11/09/2020		S		13,402 ⁽⁵⁾	D	\$23.58	240,457 ⁽⁶⁾	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)	
				Code	V	(A)	(D)	Date Exercisable	Expiration Date						Title
Employee Stock Options (right to buy)	\$10.58	11/06/2020		M		13,835		03/06/2013 ⁽⁷⁾	03/06/2022	Common Stock	13,835	\$0.00	58,387	D	
Employee Stock Option (right to buy)	\$10.58	11/09/2020		M		19,765		03/06/2013 ⁽⁷⁾	03/06/2022	Common Stock	19,945	\$0.00	38,442	D	

Explanation of Responses:

- The shares with respect to this transaction were sold at an exact price of \$23.37.
- The shares with respect to this transaction were sold in multiple trades at prices ranging from \$23.15 to \$23.27; the price reported above reflects the weighted average price. The reporting person hereby undertakes to provide upon request by the Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- The shares with respect to this transaction were sold in multiple trades at prices ranging from \$24.20 to \$24.22; the price reported above reflects the weighted average price. The reporting person hereby undertakes to provide upon request by the Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- The shares with respect to this transaction were sold in multiple trades at prices ranging from \$24.00 to \$24.11; the price reported above reflects the weighted average price. The reporting person hereby undertakes to provide upon request by the Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- The shares with respect to this transaction were sold in multiple trades at prices ranging from \$23.35 to \$23.81; the price reported above reflects the weighted average price. The reporting person hereby undertakes to provide upon request by the Securities and Exchange Commission staff, the issuer, or a security holder of the issuer, full information regarding the number of shares sold at each separate price.
- Number of shares includes 116,141 RSUs (excluding the impact of shares that will be withheld to cover tax obligations) previously reported that in the future will be converted on a one-for-one basis into shares of Cohu, Inc. Common Stock immediately upon the vesting dates (assuming continued employment and achievement of specified performance goals).
- The options vested fully on March 06, 2016.

Remarks:

Luis Muller, by Power of Attorney

11/10/2020

** Signature of Reporting Person

Date

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

* 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.

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 Number.