FORM 4

Check this box if no longer subject

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPR	OVAL								
OMB Number:	3235-0287								
Estimated average burden									
hours per response:	0.5								

to Section 16. Form 4 or Form 5 obligations may continue. See Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 Instruction 1(b).

1. Name and Address of Reporting Person*						2. Issuer Name and Ticker or Trading Symbol COHU INC [COHU]								(Chec	k all app Direc	licable) tor	10% Own		vner
(Last) (First) (Middle) 12367 CROSTHWAITE CIRCLE						3. Date of Earliest Transaction (Month/Day/Year) 03/17/2022								X	below			below)	ъреспу
(Street) POWAY CA 92064 (City) (State) (Zip)					4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Indi Line) X	′					
Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned																			
1. Title of Security (Instr. 3) 2. Transacti Date (Month/Day					Execution Date,			3. Transaction Code (Instr. 8) 4. Securities Acquired (A Disposed Of (D) (Instr. 3, 5)				, 4 and Securi Benefi Owned		ties cially I Following	6. Owner Form: Di (D) or Ind (I) (Instr.	rect lirect 4)	7. Nature of Indirect Beneficial Ownership		
								Code	v	Amount (A)		or P	rice	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)	
Common	2022			F		10,004(1)	1) D \$0		\$0.00	631,789(2)		D							
		Tal									osed of, convertib				Owne	d			
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. Nu of Deriv Secu Acqu (A) or Dispo of (D) (Instr	rities lired r osed) r. 3, 4	6. Date Expirati (Month/	ion Da			8. Price of Derivative Security (Instr. 5)		9. Number derivative Securities Beneficially Owned Following Reported Transaction (Instr. 4)	Owi Fori Dire or li (I) (I	nership n: ct (D) ndirect nstr. 4)	Beneficial Ownership (Instr. 4)			
			Code	v	(A)	(D)	Date Expira Exercisable Date		Expiration Date	Title	Amou or Numb of Share	er							

Explanation of Responses:

- 1. Represents shares that were automatically withheld upon vesting of Restricted Stock Units (RSUs) to cover tax obligations in a transaction exempt under Rule 16(b)-3.
- 2. Number of shares includes 377,171 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).

Remarks:

Jeffrey D. Jones, by Power of <u>Attorney</u>

03/18/2022

** 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.