

MORIN RICHARD

Form 4

February 14, 2012

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 *
MORIN RICHARD

(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)
02/13/2012

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director _____ 10% Owner
____X____ Officer (give title _____ Other (specify
below) below)

Sr. VP F&A, CFO

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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	02/13/2012	02/13/2012	M		7,500	A	\$ 17.76	8,499	D
Common Stock	02/13/2012	02/13/2012	S		7,500	D	\$ 42.0835	999	D
Common Stock	02/13/2012	02/13/2012	M		1,450	A	\$ 18.87	2,449	D
Common Stock	02/13/2012	02/13/2012	S		1,450	D	\$ 42.0835	999	D
Common Stock	02/13/2012	02/13/2012	M		1,610	A	\$ 18.87	2,609	D

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Common Stock	02/13/2012	02/13/2012	S	1,610	D	\$ 42.0835	999	D
Common Stock	02/13/2012	02/13/2012	M	5,062	A	\$ 18.7	6,061	D
Common Stock	02/13/2012	02/13/2012	S	5,062	D	\$ 42.0835	999	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	Amount or Number of Shares
Non-Qualified Stock Option (right to buy)	\$ 17.76	02/13/2012	02/13/2012	M		7,500		06/11/2011	06/11/2020	Common Stock	7,500
Non-Qualified Stock Option (right to buy)	\$ 18.7	02/13/2012	02/13/2012	M		5,062		02/19/2010	02/19/2018	Common Stock	5,062
Non-Qualified Stock Option (right to buy)	\$ 18.87	02/13/2012	02/13/2012	M		1,450		08/05/2010	08/05/2018	Common Stock	1,450
Non-Qualified Stock Option (right to buy)	\$ 18.87	02/13/2012	02/13/2012	M		1,610		08/05/2009	08/05/2018	Common Stock	1,610

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

MORIN RICHARD
COGNEX CORPORATION
ONE VISION DRIVE
NATICK, MA 01760

Sr. VP F&A, CFO

Signatures

Richard Morin

02/14/2012

 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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