

COGNEX CORP
Form 3
August 23, 2006

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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)

<p>1. Name and Address of Reporting Person *</p> <p>Â Ceyrolle Eric</p> <p>(Last) (First) (Middle)</p> <p>32, ROUTE DE ST NOM,Â 78620 L'ETANG LA VILLE</p> <p>(Street)</p> <p>L'ETANG LA VILLE,Â I0Â 78620</p> <p>(City) (State) (Zip)</p>	<p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/17/2006</p>	<p>3. Issuer Name and Ticker or Trading Symbol</p> <p>COGNEX CORP [CGNX]</p>	<p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>Executive VP of Worldwide</p>	<p>5. If Amendment, Date Original Filed(Month/Day/Year)</p>	<p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p>
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Table I - Non-Derivative Securities Beneficially Owned

<p>1. Title of Security (Instr. 4)</p>	<p>2. Amount of Securities Beneficially Owned (Instr. 4)</p>	<p>3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)</p>	<p>4. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<p>1. Title of Derivative Security (Instr. 4)</p>	<p>2. Date Exercisable and Expiration Date (Month/Day/Year)</p> <p>Date Exercisable Expiration Date</p>	<p>3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)</p> <p>Title Amount or Number of</p>	<p>4. Conversion or Exercise Price of Derivative Security</p>	<p>5. Ownership Form of Derivative Security: Direct (D)</p>	<p>6. Nature of Indirect Beneficial Ownership (Instr. 5)</p>
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				Shares		or Indirect (I) (Instr. 5)	
Non-Qualified Stock Option (right to buy)	Â (1)	12/21/2015	Common Stock	15,000	\$ 18.125	D	Â
Non-Qualified Stock Option (right to buy)	Â (2)	02/04/2018	Common Stock	22,500	\$ 21.195	D	Â
Non-Qualified Stock Option (right to buy)	Â (3)	02/11/2012	Common Stock	20,000	\$ 21.74	D	Â
Non-Qualified Stock Option (right to buy)	Â (4)	03/13/2011	Common Stock	1,071	\$ 22.685	D	Â
Non-Qualified Stock Option (right to buy)	Â (5)	01/10/2020	Common Stock	22,500	\$ 25.02	D	Â
Non-Qualified Stock Option (right to buy)	Â (6)	01/05/2019	Common Stock	32,500	\$ 28.67	D	Â
Non-Qualified Stock Option (right to buy)	Â (7)	04/27/2014	Common Stock	19,000	\$ 28.954	D	Â
Non-Qualified Stock Option (right to buy)	Â (8)	01/30/2021	Common Stock	22,500	\$ 29.38	D	Â
Non-Qualified Stock Option (right to buy)	Â (9)	12/14/2014	Common Stock	17,000	\$ 30.813	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Ceyrolle Eric 32, ROUTE DE ST NOM 78620 L'ETANG LA VILLE L'ETANG LA VILLE,Â I0Â 78620	Â	Â	Â Executive VP of Worldwide	Â

Signatures

Eric Ceyrolle 08/22/2006

**Signature of
Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, *see* Instruction 5(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).

- The option is exercisable in five annual installments. The first installment became exercisable on April 27, 2003. One thousand shares of
- (1) this first installment remain exercisable. The next three installments each for three thousand shares became exercisable on April 27, 2004, April 27, 2005 and April 27, 2006. The last installment (5000 shares) becomes exercisable on April 27, 2007.
 - (2) This option becomes exercisable in one installment on January 1, 2007
 - (3) This option is exercisable in four installments. The first installment for eight thousand shares became exercisable on January 1, 2003. The second, third and fourth installments each for four thousand shares became exercisable on January 1, 2004, January 1, 2005, and January

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1, 2006.

- (4) This option became exercisable in one installment on April 1, 2002.
- (5) This option becomes exercisable in one installment on January 1, 2009.
- (6) This option becomes exercisable in two separate installments. Twenty-two thousand five hundred shares become exercisable on January 1, 2008. Ten thousand shares become exercisable on January 5, 2008.
This option is exercisable in three installments. The first installment for one thousand shares became exercisable on April 27, 2003. The
- (7) second installment for one thousand shares became exercisable on April 27, 2004. The third installment for seventeen thousand shares became exercisable on April 27, 2005.
- (8) This option becomes exercisable in one installment on January 1, 2010.
- (9) This option became exercisable in one installment on April 27, 2006.

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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