

Cogent, Inc.
Form 4
May 14, 2008

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
KIM PAUL

(Last) (First) (Middle)

209 FAIR OAKS AVENUE

(Street)

SOUTH PASADENA, CA 91030

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
Cogent, Inc. [COGT]

3. Date of Earliest Transaction
(Month/Day/Year)
05/12/2008

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)

Chief Financial Officer

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 Ownership (Instr. 4)
			Code	V Amount (A) or (D) Price			
Common Stock	05/12/2008		M ⁽¹⁾	3,015 A \$ 1	103,015	D	
Common Stock	05/12/2008		S ⁽¹⁾	3,015 D \$ 10.49	100,000	D	
Common Stock	05/12/2008		M ⁽¹⁾	5,250 A \$ 1	105,250	D	
Common Stock	05/12/2008		S ⁽¹⁾	5,250 D \$ 10.5	100,000	D	
Common Stock	05/12/2008		M ⁽¹⁾	1,320 A \$ 1	101,320	D	

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Common Stock	05/12/2008	<u>S</u> (1)	1,320	D	\$ 10.51	100,000	D
Common Stock	05/12/2008	<u>M</u> (1)	2,750	A	\$ 1	102,750	D
Common Stock	05/12/2008	<u>S</u> (1)	2,750	D	\$ 10.52	100,000	D
Common Stock	05/12/2008	<u>M</u> (1)	1,675	A	\$ 1	101,675	D
Common Stock	05/12/2008	<u>S</u> (1)	1,675	D	\$ 10.53	100,000	D
Common Stock	05/12/2008	<u>M</u> (1)	2,700	A	\$ 1	102,700	D
Common Stock	05/12/2008	<u>S</u> (1)	2,700	D	\$ 10.54	100,000	D
Common Stock	05/12/2008	<u>M</u> (1)	200	A	\$ 1	100,200	D
Common Stock	05/12/2008	<u>S</u> (1)	200	D	\$ 10.55	100,000	D
Common Stock	05/12/2008	<u>M</u> (1)	1,500	A	\$ 1	101,500	D
Common Stock	05/12/2008	<u>S</u> (1)	1,500	D	\$ 10.61	100,000	D
Common Stock	05/12/2008	<u>M</u> (1)	3,400	A	\$ 1	103,400	D
Common Stock	05/12/2008	<u>S</u> (1)	3,400	D	\$ 10.62	100,000	D
Common Stock	05/12/2008	<u>M</u> (1)	2,000	A	\$ 1	102,000	D
Common Stock	05/12/2008	<u>S</u> (1)	2,000	D	\$ 10.63	100,000	D
Common Stock	05/12/2008	<u>M</u> (1)	1,100	A	\$ 1	101,100	D
Common Stock	05/12/2008	<u>S</u> (1)	1,100	D	\$ 10.65	100,000	D
Common Stock	05/12/2008	<u>M</u> (1)	700	A	\$ 1	100,700	D
Common Stock	05/12/2008	<u>S</u> (1)	700	D	\$ 10.16	100,000	D
Common Stock	05/12/2008	<u>M</u> (1)	1,700	A	\$ 1	101,700	D
	05/12/2008	<u>S</u> (1)	1,700	D		100,000	D

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Common Stock						\$ 10.17	
Common Stock	05/12/2008		M ⁽¹⁾	1,100	A	\$ 1 101,100	D
Common Stock	05/12/2008		S ⁽¹⁾	1,100	D	\$ 10.29 100,000	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 Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 1	05/12/2008		M ⁽¹⁾	3,015	04/05/2004 01/05/2014	Common Stock 3,015
Employee Stock Option (right to buy)	\$ 1	05/12/2008		M ⁽¹⁾	5,250	04/05/2004 01/05/2014	Common Stock 5,250
Employee Stock Option (right to buy)	\$ 1	05/12/2008		M ⁽¹⁾	1,320	04/05/2004 01/05/2014	Common Stock 1,320
Employee Stock Option (right to buy)	\$ 1	05/12/2008		M ⁽¹⁾	2,750	04/05/2004 01/05/2014	Common Stock 2,750

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buy)									
Employee Stock Option (right to buy)	\$ 1	05/12/2008	<u>M⁽¹⁾</u>	1,675	04/05/2004	01/05/2014	Common Stock	1,675	
Employee Stock Option (right to buy)	\$ 1	05/12/2008	<u>M⁽¹⁾</u>	2,700	04/05/2004	01/05/2014	Common Stock	2,700	
Employee Stock Option (right to buy)	\$ 1	05/12/2008	<u>M⁽¹⁾</u>	200	04/05/2004	01/05/2014	Common Stock	200	
Employee Stock Option (right to buy)	\$ 1	05/12/2008	<u>M⁽¹⁾</u>	1,500	04/05/2004	01/05/2014	Common Stock	1,500	
Employee Stock Option (right to buy)	\$ 1	05/12/2008	<u>M⁽¹⁾</u>	3,400	04/05/2004	01/05/2014	Common Stock	3,400	
Employee Stock Option (right to buy)	\$ 1	05/12/2008	<u>M⁽¹⁾</u>	2,000	04/05/2004	01/05/2014	Common Stock	2,000	
Employee Stock Option (right to buy)	\$ 1	05/12/2008	<u>M⁽¹⁾</u>	1,100	04/05/2004	01/05/2014	Common Stock	1,100	
Employee Stock Option (right to buy)	\$ 1	05/12/2008	<u>M⁽¹⁾</u>	700	04/05/2004	01/05/2014	Common Stock	700	
Employee Stock Option (right to buy)	\$ 1	05/12/2008	<u>M⁽¹⁾</u>	1,700	04/05/2004	01/05/2014	Common Stock	1,700	

Employee Stock Option (right to buy)	\$ 1	05/12/2008		<u>M</u> ⁽¹⁾	1,100	04/05/2004	01/05/2014	Common Stock	1,100
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KIM PAUL 209 FAIR OAKS AVENUE SOUTH PASADENA, CA 91030			Chief Financial Officer	

Signatures

/s/ Paul Kim 05/14/2008

 Signature of Date
Reporting Person

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).
- (1) Transaction pursuant to a 10b5-1 trading plan, adopted by the reporting person on March 1, 2007.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.