

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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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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount or Price | | |
| Common Stock | 05/12/2008 | | M ⁽¹⁾ | | 1,104 A \$ 1 | 101,104 | D |
| Common Stock | 05/12/2008 | | S ⁽¹⁾ | | 1,104 D \$ 10.54 | 100,000 | D |
| Common Stock | 05/12/2008 | | M ⁽¹⁾ | | 1,000 A \$ 1 | 101,000 | D |
| Common Stock | 05/12/2008 | | S ⁽¹⁾ | | 1,000 D \$ 10.55 | 100,000 | D |
| Common Stock | 05/12/2008 | | M ⁽¹⁾ | | 400 A \$ 1 | 100,400 | D |

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| | | | | | | | |
|--------------|------------|-------------------------|-------|---|----------|---------|---|
| Common Stock | 05/12/2008 | <u>S</u> ⁽¹⁾ | 400 | D | \$ 10.56 | 100,000 | D |
| Common Stock | 05/12/2008 | <u>M</u> ⁽¹⁾ | 600 | A | \$ 1 | 100,600 | D |
| Common Stock | 05/12/2008 | <u>S</u> ⁽¹⁾ | 600 | D | \$ 10.58 | 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 | \$ 10.59 | 100,000 | D |
| Common Stock | 05/12/2008 | <u>M</u> ⁽¹⁾ | 400 | A | \$ 1 | 100,400 | D |
| Common Stock | 05/12/2008 | <u>S</u> ⁽¹⁾ | 400 | D | \$ 10.61 | 100,000 | D |
| Common Stock | 05/12/2008 | <u>M</u> ⁽¹⁾ | 600 | A | \$ 1 | 100,600 | D |
| Common Stock | 05/12/2008 | <u>S</u> ⁽¹⁾ | 600 | D | \$ 10.62 | 100,000 | D |
| Common Stock | 05/12/2008 | <u>M</u> ⁽¹⁾ | 300 | A | \$ 1 | 100,300 | D |
| Common Stock | 05/12/2008 | <u>S</u> ⁽¹⁾ | 300 | D | \$ 10.64 | 100,000 | D |
| Common Stock | 05/12/2008 | <u>M</u> ⁽¹⁾ | 100 | A | \$ 1 | 100,100 | D |
| Common Stock | 05/12/2008 | <u>S</u> ⁽¹⁾ | 100 | D | \$ 10.66 | 100,000 | D |
| Common Stock | 05/12/2008 | <u>M</u> ⁽¹⁾ | 2,100 | A | \$ 1 | 102,100 | D |
| Common Stock | 05/12/2008 | <u>S</u> ⁽¹⁾ | 2,100 | D | \$ 10.67 | 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 | 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 | 6. Date Exercisable and Expiration Date (Month/Day/Year) | 7. Title and Amount of Underlying Securities (Instr. 3 and 4) |
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|
|--|------------------------------------|--------------------------------------|--|--------------------------------|---|--|---|

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| Derivative Security | | | Code | V | (A) or Disposed of (D) (Instr. 3, 4, and 5) | | Date Exercisable | Expiration Date | Title | Amount or Number of Shares |
|--------------------------------------|------|------------|----------|---|--|-------|------------------|-----------------|--------------|----------------------------|
| | | | | | (A) | (D) | | | | |
| Employee Stock Option (right to buy) | \$ 1 | 05/12/2008 | <u>M</u> | | | 1,104 | 04/05/2004 | 01/05/2014 | Common Stock | 1,104 |
| Employee Stock Option (right to buy) | \$ 1 | 05/12/2008 | <u>M</u> | | | 1,000 | 04/05/2004 | 01/05/2014 | Common Stock | 1,000 |
| Employee Stock Option (right to buy) | \$ 1 | 05/12/2008 | <u>M</u> | | | 400 | 04/05/2004 | 01/05/2014 | Common Stock | 400 |
| Employee Stock Option (right to buy) | \$ 1 | 05/12/2008 | <u>M</u> | | | 600 | 04/05/2004 | 01/05/2014 | Common Stock | 600 |
| Employee Stock Option (right to buy) | \$ 1 | 05/12/2008 | <u>M</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</u> | | | 400 | 04/05/2004 | 01/05/2014 | Common Stock | 400 |
| Employee Stock Option (right to buy) | \$ 1 | 05/12/2008 | <u>M</u> | | | 600 | 04/05/2004 | 01/05/2014 | Common Stock | 600 |
| Employee Stock Option | \$ 1 | 05/12/2008 | <u>M</u> | | | 300 | 04/05/2004 | 01/05/2014 | Common Stock | 300 |

(right to buy)

Employee

Stock

Option

\$ 1

05/12/2008

M⁽¹⁾

100

04/05/2004

01/05/2014

Common Stock

100

(right to buy)

Employee

Stock

Option

\$ 1

05/12/2008

M⁽¹⁾

2,100

04/05/2004

01/05/2014

Common Stock

2,100

(right to buy)

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
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).

(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.

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