

Hsieh Ming  
Form 4  
October 12, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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 \*  
Hsieh Ming

(Last) (First) (Middle)

639 NORTH ROSEMEAD BLVD.,  
BUILDING 1

(Street)

PASADENA, CA 91107

(City) (State) (Zip)

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

3. Date of Earliest Transaction  
(Month/Day/Year)  
08/31/2010

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 Executive 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  | (A) or (D)   | Price   |
| Common Stock                    | 08/31/2010                           |  | G <sup>(1)</sup>               |   | 3,000,000   | D  | \$ 0  |
| Common Stock                    | 10/08/2010                           |  | S <sup>(2)</sup>               |   | 12,259,965  | D  | \$ 10.5   |
| Common Stock                    | 10/08/2010                           |  | S <sup>(2)</sup>               |   | 10,139,128  | D  | \$ 10.5   |
|                                 | 10/08/2010                           |  | S <sup>(2)</sup>               |   | 5,250,000   |  | 0   |

By the  
Ming Hsieh  
Revocable  
Family  
Trust dtd  
11/01/2006

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|              |            |  |      |           |          |            |   |  |   |   |
|--------------|------------|--|------|-----------|----------|------------|---|--|---|---|
| Common Stock |            |  |      |           | D<br>(2) | \$<br>10.5 |   |  |   | By the Ming Hsieh Revocable Family Trust dtd 11/02/2006 |
| Common Stock | 10/08/2010 |  | S(2) | 1,860,436 | D<br>(2) | \$<br>10.5 | 0 |  | I | By the Tiffany Hsieh Irrevocable Trust                  |
| Common Stock | 10/08/2010 |  | S(2) | 1,860,436 | D<br>(2) | \$<br>10.5 | 0 |  | I | By the Pauline Hsieh Irrevocable Trust                  |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

**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 control number.**

SEC 1474  
(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) | 8. Price of Derivative Security (Instr. 5) | 9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|--|---|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date   | Title                                      | Amount or Number of Shares  |

## Reporting Owners

| Reporting Owner Name / Address   | Relationships |           |                         |       |
|--|---------------|-----------|-------------------------|-------|
|  | Director      | 10% Owner | Officer                 | Other |
| Hsieh Ming<br>639 NORTH ROSEMEAD BLVD., BUILDING 1<br>PASADENA, CA 91107 | X             |           | Chief Executive Officer |       |

## Signatures

/s/ Paul Kim,  
Attorney-in-Fact

10/08/2010

\_\_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) Gift to the Hsieh Family Foundation.
  - (2) Disposed of pursuant to the terms of the Agreement and Plan of Merger, dated as of August 29, 2010, by and among 3M Company, Ventura Acquisition Corporation and Cogent, Inc. in exchange for \$10.50 per share in cash.

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.