

IVERSON KATHLEEN P
Form 4
December 11, 2007

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

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
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(Print or Type Responses)

1. Name and Address of Reporting Person *
IVERSON KATHLEEN P

(Last) (First) (Middle)

5900 GOLDEN HILLS DRIVE

(Street)

GOLDEN VALLEY, MN 55416

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol

CYBEROPTICS CORP [CYBE]

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

12/07/2007

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)

President and CEO

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)
Common Stock	12/07/2007		A	2,225	A \$ 0	25,152 ⁽¹⁾ ⁽²⁾	D
Common Stock	12/07/2007		F	230	D \$ 12.34	24,922 ⁽¹⁾ ⁽²⁾	D
Common Stock					155	I	By minor children ⁽³⁾

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

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SEC 1474
(9-02)

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number.

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 Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Director Stock Option (right to Buy)	\$ 12.25							05/18/1999 ⁽⁴⁾	05/18/2008	Common Stock	13,500
Employee Stock Option (right to buy)	\$ 11.87							02/15/2003 ⁽⁴⁾	02/15/2012	Common Stock	50,000
Employee Stock Option (right to buy)	\$ 4.3							09/13/2003 ⁽⁴⁾	09/13/2009	Common Stock	16,250
Employee Stock Option (right to buy)	\$ 11.42							05/16/2006 ⁽⁵⁾	05/16/2012	Common Stock	30,000
Employee Stock Option (right to buy)	\$ 12.95							12/07/2007 ⁽⁵⁾	12/07/2013	Common Stock	16,500
Employee Stock Option (right to buy)	\$ 12.34	12/07/2007		M		13,350		12/07/2008 ⁽⁵⁾	12/07/2014	Common Stock	13,350

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
IVERSON KATHLEEN P 5900 GOLDEN HILLS DRIVE GOLDEN VALLEY, MN 55416	X		President and CEO	

Signatures

Kathleen P.
Iverson 12/11/2007

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).
 - Includes 2,100 restricted stock units that vest in increments of 700 shares on each of December 7, 2008, 2009 and 2010 and 2,225
 - (1) restricted stock units that vest in increments of 557 shares on December 7, 2008 and 556 shares on each of December 7, 2009, 2010 and 2011.
 - (2) Includes 497 shares acquired under the Company's Employee Stock Purchase Plan on July 31, 2007.
 - (3) As custodian for minor child under the Uniform Transfers to Minors Act.
 - (4) Fully Exercisable.
 - (5) Exercisable with respect to 25% of such shares on such date and with respect to an additional cumulative 25% of such shares on the next three anniversaries of such date.

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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