Hsieh Ming Form 5 February 13, 2007

FORM 5

**OMB APPROVAL** 

**OMB** 

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

3235-0362 Number: January 31, Expires:

2005

no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction

Check this box if

ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Estimated average burden hours per response... 1.0

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, 1(b). Form 3 Holdings Section 17(a) of the Public Utility Holding Company Act of 1935 or Section Reported

30(h) of the Investment Company Act of 1940

Form 4 Transactions Reported

1. Name and Address of Reporting Person \* 2. Issuer Name and Ticker or Trading 5. Relationship of Reporting Person(s) to Issuer Hsieh Ming Symbol Cogent, Inc. [COGT] (Check all applicable) (Last) (First) (Middle) 3. Statement for Issuer's Fiscal Year Ended (Month/Day/Year) \_X\_ Director X\_\_ 10% Owner \_X\_ Officer (give title Other (specify 12/31/2006 below) below) 209 FAIR OAKS AVENUE President, CEO & Chairman (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Reporting Filed(Month/Day/Year)

SOUTH PASADENA, Â CAÂ 91030

\_X\_ Form Filed by One Reporting Person Form Filed by More than One Reporting Person

(check applicable line)

(City)	(State)	(Zip) 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 at end	6. Ownership Form: Direct (D)	7. Nature of Indirect Beneficial Ownership		
				Amount	(A) or		of Issuer's Fiscal Year (Instr. 3 and 4)	or Indirect (I) (Instr. 4)	(Instr. 4)	
Common Stock	05/10/2006	Â	G <u>(1)</u>	980,046	D	\$0	49,904,919	D	Â	
Common Stock	05/10/2006	Â	G(2)	980,046	D	\$0	48,924,873	D	Â	
Common Stock	05/11/2006	Â	G <u>(1)</u>	980,390	D	\$ 0	47,944,483	D	Â	
Common Stock	05/11/2006	Â	G(2)	980,390	D	\$0	46,964,093	D	Â	
	12/01/2006	Â	G(3)	65,000	D	\$0	46,899,093	D	Â	

Common
Stock

Common Stock	05/10/2006	Â	G <u>(1)</u>	980,046	A	\$0	980,046	I	Ming Hsieh & Fang Liu Hsieh TTEES Tiffany Hsieh Irrev. Trust
Common Stock	05/10/2006	Â	G <u>(2)</u>	980,046	A	\$ 0	980,046	I	Ming Hsieh & Fang Liu Hsieh TTEES Pauline Hsieh Irrev. Trust
Common Stock	05/11/2006	Â	G <u>(1)</u>	980,390	A	\$ 0	1,960,436	I	Ming Hsieh & Fang Liu Hsieh TTEES Tiffany Hsieh Irrev. Trust
Common Stock	05/11/2006	Â	G <sup>(2)</sup>	980,390	A	\$0	1,960,436	I	Ming Hsieh & Fang Liu Hsieh TTEES Pauline Hsieh Irrev. Trust
Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.			Persons v	SEC 2270 (9-02)					

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

<ol> <li>Title of</li> </ol>	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exercisable and	7. Title and	8. Price of	9.
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transaction	Number	Expiration Date	Amount of	Derivative	of
Security	or Exercise		any	Code	of	(Month/Day/Year)	Underlying	Security	D

the form displays a currently valid OMB control number.

#### Edgar Filing: Hsieh Ming - Form 5

(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)			Securities (Instr. 3 and 4)		(Instr. 5)
				(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of	

Relationships

В

Shares

# **Reporting Owners**

Reporting Owner Name / Address	iteiationsinps					
	Director	10% Owner	Officer	Other		
Hsieh Ming 209 FAIR OAKS AVENUE SOUTH PASADENA, CA 91030	ÂX	ÂX	President, CEO & Chairman	Â		

# **Signatures**

Ming Hsieh 02/13/2007

\*\*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).
- (1) Consists of a gift to the Tiffany Hsieh Irrev. Trust.
- (2) Consists of a gift to the Pauline Hsieh Irrev. Trust.
- (3) Consists of a gift to the Hsieh Family Foundation.

Note: File three copies of this Form, one of which must be manually signed. If space provided 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.

Reporting Owners 3