

**REPORT OF TABULATION AGENT**

**COHU, INC.  
ANNUAL MEETING OF SHAREHOLDERS  
MAY 14, 2014**

The undersigned, a representative of Computershare, duly appointed the Tabulation Agent for the Annual Meeting of Stockholders of Cohu, Inc. (the "Company"), a Delaware Corporation hereby certify and report:

That there were **25,182,694** shares of the Company's Common Stock issued and outstanding and entitled to vote as of record date, March 21, 2014. We received and tabulated votes of the stockholders for said meeting;

There were tabulated by proxy the holders of **23,926,860** shares or **95.01%**.

The results of the voting for the proposals are as follows:

**PROPOSAL 1:** Proposal to elect one director, for a term of three years.

NOMINEE	VOTES FOR	Percent of Quorum Shares Voted	WITHHOLD AUTHORITY	Broker Non-Votes
01 Robert L. Ciardella	14,817,602	72.85%	5,521,232	3,588,026
02 William E. Bendush	14,855,357	73.04%	5,483,477	3,588,026

**PROPOSAL 2:** Say on Pay – An advisory vote on the approval of executive compensation.

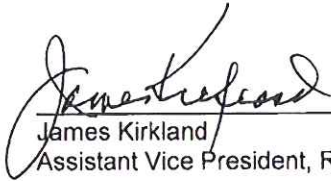
	SHARES	Percent of Shares Voted	Percent of Shares Outstanding
Vote For	11,945,402	58.73%	47.43%
Vote Against	8,146,967	40.06%	32.35%
Vote Abstain	246,465	1.21%	.98%
Broker Non-Votes	3,588,026	.00%	14.25%
Total	23,926,860	100.00%	95.01%

**PROPOSAL 3:** Proposal to ratify the appointment of Ernst & Young LLP as Cohu's independent registered public accounting firm for 2014.

	SHARES	Percent of Shares Voted	Percent of Shares Outstanding
Vote For	23,643,452	98.82%	93.89%
Vote Against	153,934	.64%	.61%
Vote Abstain	129,474	.54%	.51%
Broker Non-Votes	0	.00%	.00%
Total	23,926,860	100.00%	95.01%

I declare the foregoing is true and correct under penalty of perjury.

Dated: May 14, 2014

A handwritten signature in black ink, appearing to read "James Kirkland", written over a horizontal line.

James Kirkland  
Assistant Vice President, Relationship Manager

(TabReport2014)