

Torton Shay
Form 4
February 03, 2011

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 *
Torton Shay

2. Issuer Name and Ticker or Trading Symbol
KULICKE & SOFFA INDUSTRIES INC [KLIC]

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)
1005 VIRGINIA DRIVE
(Street)

3. Date of Earliest Transaction (Month/Day/Year)
02/01/2011

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Senior Vice President

FORT WASHINGTON, PA 19034
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

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 Indirect Beneficial Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	02/01/2011		M	9,000 A \$ 7.14	41,286	D	
Common Stock	02/01/2011		S	9,000 (1) D \$ 10.14	32,286	D	
Common Stock	02/01/2011		M	1,811 A \$ 8.5	34,097	D	
Common Stock	02/01/2011		S	1,811 (1) D \$ 10.5	32,286	D	
Common Stock					1,151	I	By Kulicke and Soffa

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Incentive Savings Plan

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

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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)		
					Code				Date Exercisable	Expiration Date		Title	Amount or Number of Shares
					V	(A)	(D)						
Option to Buy-Option Plan	\$ 7.14	02/01/2011		M		9,000			(2)	10/30/2014	Common Stock	9,000	
Option to Buy-Option Plan	\$ 8.5	02/01/2011		M		1,811			(3)	10/04/2016	Common Stock	1,811	

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

Torton Shay
1005 VIRGINIA DRIVE
FORT WASHINGTON, PA 19034

Senior Vice President

Signatures

/s/ Susan L. Waters, Attorney-in-Fact for Shay
Torton

02/03/2011

**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) The shares covered by this Form 4 were sold pursuant to a Rule 10b5-1(c) sales plan dated May 24, 2010.

(2) Grant had a graded vesting schedule. All options vested 5 years after grant.

(3) Grant had a graded vesting schedule. All options vested 3 years after grant.

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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