

IVERSON KATHLEEN P  
 Form 4  
 December 11, 2007

**FORM 4**

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

OMB APPROVAL

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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 \*  
 IVERSON KATHLEEN P

2. Issuer Name and Ticker or Trading Symbol  
 CYBEROPTICS CORP [CYBE]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
 5900 GOLDEN HILLS DRIVE

3. Date of Earliest Transaction (Month/Day/Year)  
 12/07/2007

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
 President and CEO

(Street)  
 GOLDEN VALLEY, MN 55416

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

(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 Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	12/07/2007		A		2,225	A	\$ 0
Common Stock	12/07/2007		F		230	D	\$ 12.34
Common Stock					155	I	
							By minor children <sup>(3)</sup>

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

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SEC 1474 (9-02)

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 of Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
				Code V (A) (D)		Date Exercisable Expiration Date	Title	
Director Stock Option (right to Buy)	\$ 12.25					05/18/1999 <sup>(4)</sup> 05/18/2008	Common Stock	13,5
Employee Stock Option (right to buy)	\$ 11.87					02/15/2003 <sup>(4)</sup> 02/15/2012	Common Stock	50,0
Employee Stock Option (right to buy)	\$ 4.3					09/13/2003 <sup>(4)</sup> 09/13/2009	Common Stock	16,2
Employee Stock Option (right to buy)	\$ 11.42					05/16/2006 <sup>(5)</sup> 05/16/2012	Common Stock	30,0
Employee Stock Option (right to buy)	\$ 12.95					12/07/2007 <sup>(5)</sup> 12/07/2013	Common Stock	16,5
Employee Stock Option (right to buy)	\$ 12.34	12/07/2007		M	13,350	12/07/2008 <sup>(5)</sup> 12/07/2014	Common Stock	13,3

## 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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