

Brennan Gregory L
Form 4
August 07, 2012

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 *
Brennan Gregory L

2. Issuer Name and Ticker or Trading Symbol
CIRRUS LOGIC INC [CRUS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
800 WEST 6TH STREET

3. Date of Earliest Transaction (Month/Day/Year)
08/03/2012

____ Director
 Officer (give title below)
____ 10% Owner
 Other (specify below)

VP APP / VP APP

(Street)
AUSTIN, TX 78701

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	08/03/2012		M		15,000 A \$ 5.25	21,881	D
Common Stock	08/03/2012		S		15,000 D \$ 37.985	6,881	D
Common Stock	08/03/2012		M		11,990 A \$ 5.55	18,871	D
Common Stock	08/03/2012		S		11,990 D \$ 37.985	6,881	D
Common Stock	08/03/2012		M		10,916 A \$ 5.55	17,797	D

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Common Stock 08/03/2012 S 10,916 D \$ 37.985 6,881 D

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 Security (Instr. 3 and 4)	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 5.25	08/03/2012		M	15,000	<u>(1)</u> 10/01/2018	Common Stock	15,000
Incentive Stock Option (right to buy)	\$ 5.55	08/03/2012		M	11,990	<u>(2)</u> 10/07/2019	Common Stock	11,990
Non-Qualified Stock Option (right to buy)	\$ 5.55	08/03/2012		M	10,916	<u>(2)</u> 10/07/2019	Common Stock	10,916

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Brennan Gregory L 800 WEST 6TH STREET AUSTIN, TX 78701			VP APP	VP APP

Signatures

By: Gregory Scott Thomas Atty-in-Fact For: Gregory L. Brennan 08/07/2012

__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) Option was granted on 10/1/08. 25% of the shares vested and became exercisable on 10/1/09 and the remaining 75% of the shares will vest over the next 36 months. The shares will become fully vested and exercisable on 10/1/12.
- (2) Option was granted on 10/7/09. 25% of the shares vested and became exercisable on 10/7/10 and the remaining 75% of the shares will vest over the next 36 months. The shares will become fully vested and exercisable on 10/7/13

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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