

CIRRUS LOGIC INC
Form 4
November 02, 2016

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 *
CASE THURMAN K

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

AUSTIN, TX 78701

(City) (State) (Zip)

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

3. Date of Earliest Transaction
(Month/Day/Year)
10/31/2016

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP and CFO

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	Price	
Common Stock	10/31/2016		M ⁽¹⁾		212	A \$ 23.34	21,783 D
Common Stock	10/31/2016		S ⁽¹⁾		212	D \$ 55.2146	21,571 D
Common Stock	10/31/2016		M ⁽¹⁾		5,000	A \$ 38.99	26,571 D
Common Stock	10/31/2016		S ⁽¹⁾		5,000	D \$ 54.3419	21,571 D
	10/31/2016		M ⁽¹⁾		10,000	A \$ 15.41	31,571 D

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Common Stock							
Common Stock	10/31/2016	S ⁽¹⁾	10,000	D	\$ 54.3173 (4)	21,571	D
Common Stock	10/31/2016	M ⁽¹⁾	7,000	A	\$ 5.25	28,571	D
Common Stock	10/31/2016	S ⁽¹⁾	7,000	D	\$ 54.3336 (5)	21,571	D
Common Stock	10/31/2016	S ⁽¹⁾	5,000	D	\$ 54.3468 (6)	16,571	D
Common Stock	10/31/2016	S ⁽¹⁾	181	D	\$ 55.0898 (7)	16,390	D
Common Stock	11/01/2016	M ⁽¹⁾	5,043	A	\$ 20.37	21,433	D
Common Stock	11/01/2016	S ⁽¹⁾	5,043	D	\$ 55	16,390	D
Common Stock	11/01/2016	M ⁽¹⁾	6,157	A	\$ 23.34	22,547	D
Common Stock	11/01/2016	S ⁽¹⁾	6,157	D	\$ 55	16,390	D
Common Stock	11/01/2016	S ⁽¹⁾	3,900	D	\$ 55	12,490	D

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

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(9-02)

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)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number

Option Type	Exercise Price	Expiration Date	Underlying	Quantity	Code	Grant Date	Common Stock	of Shares
Non-Qualified Stock Option (right to buy)	\$ 5.25	10/31/2016	M ⁽¹⁾	7,000	(8)	10/01/2018	Common Stock	7,000
Non-Qualified Stock Option (right to buy)	\$ 15.41	10/31/2016	M ⁽¹⁾	10,000	(9)	10/05/2021	Common Stock	10,000
Non-Qualified Stock Option (right to buy)	\$ 20.37	11/01/2016	M ⁽¹⁾	5,043	(10)	10/01/2024	Common Stock	5,043
Non-Qualified Stock Option (right to buy)	\$ 23.34	10/31/2016	M ⁽¹⁾	212	(11)	10/02/2023	Common Stock	212
Non-Qualified Stock Option (right to buy)	\$ 23.34	11/01/2016	M ⁽¹⁾	6,157	(11)	10/02/2023	Common Stock	6,157
Non-Qualified Stock Option (right to buy)	\$ 38.99	10/31/2016	M ⁽¹⁾	5,000	(12)	10/03/2022	Common Stock	5,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CASE THURMAN K 800 WEST 6TH STREET AUSTIN, TX 78701			VP and CFO	

Signatures

By: Gregory Scott Thomas attorney-in-fact For: Thurman K. Case
 11/02/2016

__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) This transaction was made pursuant to a Rule 10b5-1 Plan adopted by the reporting person on August 30, 2016.
 The price reported in Table I - Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$55.00 to \$55.65. The reporting person will provide full information regarding the number of shares bought as each separate price within the ranges set forth in this footnote to any security holder of Cirrus Logic, Inc. or the staff of the SEC upon request.
- (3) The price reported in Table I - Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$53.87 to \$55.65. The reporting person will provide full information regarding the number of shares bought as each separate price within the ranges set forth in this footnote to any security holder of Cirrus Logic, Inc. or the staff of the SEC upon request.
- (4) The price reported in Table I - Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$53.87 to \$54.97. The reporting person will provide full information regarding the number of shares bought as each separate price within the ranges set forth in this footnote to any security holder of Cirrus Logic, Inc. or the staff of the SEC upon request.

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- (5) The price reported in Table I - Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$53.86 to \$55.65. The reporting person will provide full information regarding the number of shares bought as each separate price within the ranges set forth in this footnote to any security holder of Cirrus Logic, Inc. or the staff of the SEC upon request.
- (6) The price reported in Table I - Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$53.87 to \$55.65. The reporting person will provide full information regarding the number of shares bought as each separate price within the ranges set forth in this footnote to any security holder of Cirrus Logic, Inc. or the staff of the SEC upon request.
- (7) The price reported in Table I - Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$55.00 to \$55.65. The reporting person will provide full information regarding the number of shares bought as each separate price within the ranges set forth in this footnote to any security holder of Cirrus Logic, Inc. or the staff of the SEC upon request.
- (8) The option vested on a 4-year schedule: 25% of the shares became exercisable on 10/01/2009; the remaining 75% of the shares vested at a rate of 1/36th per month over the following 36 months so that the option was fully vested and exercisable on 10/01/2012. Only vested shares can be exercised under this option.
- (9) The option vested on a 4-year schedule: 25% of the shares became exercisable on 10/05/2012; the remaining 75% of the shares vested at a rate of 1/36th per month over the following 36 months so that the option was fully vested and exercisable on 10/05/2015. Only vested shares can be exercised under this option.
- (10) The option vests on a 4-year schedule: 25% of the shares became exercisable on 10/01/2015; the remaining 75% of the shares will vest at a rate of 1/36th per month over the following 36 months so that the option will be fully vested and exercisable on 10/01/2018. Only vested shares can be exercised under this option.
- (11) The option vests on a 4-year schedule: 25% of the shares became exercisable on 10/02/2014; the remaining 75% of the shares will vest at a rate of 1/36th per month over the following 36 months so that the option will be fully vested and exercisable on 10/02/2017. Only vested shares can be exercised under this option.
- (12) The option vested on a 4-year schedule: 25% of the shares became exercisable on 10/03/2013; the remaining 75% of the shares vested at a rate of 1/36th per month over the following 36 months so that the option was fully vested and exercisable on 10/03/2016. Only vested shares can be exercised under this option.

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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