

LATTICE SEMICONDUCTOR CORP

Form 4

February 13, 2014

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

OMB APPROVAL

OMB
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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 *
Billerbeck Darin G2. Issuer Name and Ticker or Trading
Symbol
LATTICE SEMICONDUCTOR
CORP [LSCC]5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)

5555 N.E. MOORE CT.

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
02/11/2014☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)

President & CEO

HILLSBORO, OR 97124

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price

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

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information contained in this form are not
required to respond unless the form
displays a currently valid OMB control
number.**SEC 1474
(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	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and A Underlying S (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 7.1	02/11/2014	A		462,596		05/11/2014 ⁽¹⁾	02/11/2021	Common Stock	
Performance Restricted Stock Unit (PRSU)	\$ 0 ⁽²⁾	02/11/2014	A		98,592		⁽³⁾	⁽⁴⁾	Common Stock	
Restricted Stock Unit (RSU)	\$ 0 ⁽²⁾	02/11/2014	A		98,592		02/11/2015 ⁽⁵⁾	⁽⁴⁾	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Billerbeck Darin G 5555 N.E. MOORE CT. HILLSBORO, OR 97124	X		President & CEO	

Signatures

By: Byron W. Milstead, Attorney-in-Fact For: Darin G.
Billerbeck

02/12/2014

__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 option to purchase shares of common stock becomes exercisable over a four year period where in 1/16th (6.25%) of the total shares granted vest on each quarterly anniversary of the grant date.
- (2) Each Restricted Stock Unit (RSU) represents a right to receive one share of the Issuers common shares without payment of specific consideration.

Grants of the Performance Restricted Stock Units (PRSUs) vest as follows: (a) 50% of the PRSUs will vest on such later date as the closing sale price of the Issuer's Common Stock shall exceed the Grant Date closing price by ten percent (10%) and the date the Compensation Committee of the Board of Directors shall have certified the same; and (b) the remaining 50% of the PRSUs will vest on
- (3) such later date as the closing sale price of the Issuer's Common Stock shall exceed the Grant Date closing price by twenty percent (20%) and the date the Compensation Committee of the Board of Directors shall have certified the same; provided, however, that such vesting with respect to either shall have occurred not more than seven (7) years from the date of grant or either grant of PRSUs with respect to which the performance condition has not been met shall forfeit.
- (4) Not applicable.
- (5) Grants of Restricted Stock Units (RSUs) vest as follows: 25% of the RSUs will vest on the first anniversary of the date of grant, and an additional 6.25% of the RSUs shall vest at the end of each three month period thereafter.

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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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