Edgar Filing: CYPRESS SEMICONDUCTOR CORP /DE/ - Form 4

CYPRESS SEN Form 4 May 18, 2015	MICONDUCTO	R CORP	9 /DE/									
FORM ·									OMB APPROVAL			
UNITED STAT			S SECURITIES AND EXCHANGE (Washington, D.C. 20549					COMMISSION	OMB Number:	3235-0287		
Check this b if no longer subject to Section 16. Form 4 or		X STATEMENT OF CHANGES IN BENI SECURITIE					LOW	Expires: January 3 200 Estimated average burden hours per response 0				
Form 5 obligations may continue. See Instruction 1(b). Filed pursuant to Section 16(a) of the Securities Exchange Act of Section 17(a) of the Public Utility Holding Company Act of 1935 of 30(h) of the Investment Company Act of 1940						f 1935 or Sectio		0.5				
(Print or Type Res	ponses)											
1. Name and Address of Reporting Person <u>*</u> WISHART MICHAEL S			2. Issuer Name and Ticker or Trading Symbol CYPRESS SEMICONDUCTOR CORP /DE/ [CY]				-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) C/O CYPRESS SEMICONDU CORPORATIO COURT	S		3. Date of 1 (Month/Da 05/14/20	-	nsaction			X Director Officer (give below)		b Owner er (specify		
					endment, Date Original nth/Day/Year)				 6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting 			
SAN JOSE, CA	A 95134							Person		epotting		
(City)	(State) (Z	Zip)	Table	I - Non-De	erivative S	ecuri	ties Ace	quired, Disposed of	f, or Beneficial	lly Owned		
	2. Transaction Date Month/Day/Year)	2A. Deem Execution any (Month/D	n Date, if	3. Transactio Code (Instr. 8)	Disposed (Instr. 3,	(A) o of (D 4 and (A) or) 5)	Securities Beneficially	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)		
Common Stock	05/14/2015			Code V M	Amount 1,956	(D) A	Price $\$ 0$ (1)		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. Transacti Code (Instr. 8)	5. Number of nDerivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		ative Expiration Date ities (Month/Day/Year) ired (A) or ised of (D)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units (2)	<u>(3)</u>	05/14/2015		М		1,956	(3)	<u>(3)</u>	Common Stock	1,956
Restricted Stock Units (4)	<u>(5)</u>	05/15/2015		А	15,302		(5)	(5)	Common Stock	15,302

Reporting Owners

Reporting Owner Name / Address			Relationships						
FB	Director	10% Owner	Officer	Other					
WISHART MICHAEL S C/O CYPRESS SEMICONDUCTOR CO 198 CHAMPION COURT SAN JOSE, CA 95134	RPORATION	Х							
Signatures									
/s/ Pam Tondreau, as attorney-in-fact	05/18/2015								
**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) Upon vesting, each Restricted Stock Unit converts into common stock on a one-for-one basis.
- (2) Received upon initial appointment to the Issuer's board of directors (the "Initial Equity Grant").
- (3) This Initial Equity Grant represents a contingent right to receive Issuer common stock on a one-for-one basis and is fully vested on the day before the next annual stockholders meeting.
- (4) Received upon election to the Issuer's board of directors at the Issuer's 2015 annual stockholders meeting (the "2015 Annual Equity Grant").
- (5) This 2015 Annual Equity Grant to non-employee members of the Issuer's board of directors represents a contingent right to receive Issuer common stock on a one-for-one basis and is fully vested on the day before the next annual stockholders meeting.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.