

Carlson Randolph K
Form 4
August 10, 2017

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 *
Carlson Randolph K

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
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
08/08/2017

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
VP of Supply Chain Divisi

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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(D)	Price
Common Stock	08/08/2017		M		20,000	A	\$ 38.99 27,265
Common Stock	08/08/2017		S		20,000	D	\$ 57.1043 7,265 <u>(1)</u>
Common Stock	08/08/2017		M		7,265	A	\$ 23.34 14,530
Common Stock	08/08/2017		S		7,265	D	\$ 57.1043 7,265 <u>(1)</u>
	08/08/2017		M		14,077	A	\$ 20.37 21,342

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Common Stock								
Common Stock	08/08/2017		S	14,077	D	\$ 57.1043 (1)	7,265	D
Common Stock	08/08/2017		M	89	A	\$ 20.37	7,354	D
Common Stock	08/08/2017		S	89	D	\$ 57.1043 (1)	7,265	D
Common Stock	08/08/2017		M	11,901	A	\$ 23.34	19,166	D
Common Stock	08/08/2017		S	11,901	D	\$ 57.1043 (1)	7,265	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)	8. Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 20.37	08/08/2017		M	89	(2) 10/01/2024	Common Stock	89
Incentive Stock Option (right to buy)	\$ 23.34	08/08/2017		M	11,901	(3) 10/02/2023	Common Stock	11,901
Non-Qualified Stock Option (right to buy)	\$ 20.37	08/08/2017		M	14,077	(2) 10/01/2024	Common Stock	14,077
	\$ 23.34	08/08/2017		M	7,265	(3) 10/02/2023		7,265

Non-Qualified Stock Option (right to buy)								Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 38.99	08/08/2017		M	20,000	(4)	10/03/2022	Common Stock	20,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Carlson Randolph K 800 WEST 6TH STREET AUSTIN, TX 78701			VP of Supply Chain Divisi	

Signatures

By: Gregory Scott Thomas attorney-in-fact For: Randolph Karl
Carlson 08/10/2017

__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).

- The price reported in Table 1 - Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$56.84 to 57.24. The reporting person will provide full information regarding the number of shares sold at 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.
- (1) Only vested shares can be exercised under this option. 25% of the shares vested on 10/1/2014; the remaining shares will vest monthly over the following 36 months so that the option will be fully vested and exercisable on 10/1/2017.
 - (2) Only vested shares can be exercised under this option. 25% of the shares vested on 10/2/2013; the remaining shares vested monthly over the following 36 months so that the option was fully vested and exercisable on 10/2/2016.
 - (3) Only vested shares can be exercised under this option. 25% of the shares vested on 10/3/2012; the remaining shares vested monthly over the following 36 months so that the option was fully vested and exercisable on 10/3/2015.

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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