

CYPRESS SEMICONDUCTOR CORP /DE/

Form 4

June 17, 2015

FORM 4

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

OMB APPROVAL

OMB Number: 3235-0287
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

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 *
El-Khoury Hassane

(Last) (First) (Middle)

C/O CYPRESS
SEMICONDUCTOR
CORPORATION, 198 CHAMPION
COURT

(Street)

SAN JOSE, CA 95134

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CYPRESS SEMICONDUCTOR
CORP /DE/ [CY]

3. Date of Earliest Transaction
(Month/Day/Year)
06/15/2015

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)
EVP

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 Ownership (Instr. 4)
			Code	V	Amount (A) or Price (D)		
Common Stock	06/15/2015		M		2,508 A \$ 0 ⁽¹⁾	175,751	D
Common Stock	06/15/2015		M		600 A \$ 0 ⁽¹⁾	176,351	D
Common Stock	06/16/2015		F		1,634 ⁽²⁾ D \$ 12.71	174,717	D

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

Persons who respond to the collection of 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 (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 Securities (Instr. 3 and 4)	8. Pr Deriv Secur (Instr. 3 and 4)	
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Units ⁽³⁾	⁽³⁾	06/15/2015		M	2,508	⁽⁴⁾	⁽⁴⁾	Common Stock	2,508
Restricted Stock Units ⁽³⁾	⁽³⁾	06/15/2015		M	600	⁽⁴⁾	⁽⁴⁾	Common Stock	600

Reporting Owners

Reporting Owner Name / Address

Relationships

Director 10% Owner Officer Other

El-Khoury Hassane
C/O CYPRESS SEMICONDUCTOR CORPORATION
198 CHAMPION COURT
SAN JOSE, CA 95134

EVP

Signatures

/s/ Pam Tondreau, as
attorney-in-fact

06/17/2015

 **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) This award of restricted stock units (the "RSUs") represents a contingent right to receive Issuer common stock on a one-for-one basis upon vesting of the RSUs.

(2)

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

Represents the aggregate number of shares of Issuer common stock sold to cover taxes due upon vesting of the RSUs reported in Column 4.

- (3) This award of RSUs represents a contingent right to receive Issuer common stock on a one-for-one basis. This award of RSUs is fully vested.
- (4) This award of RSUs is fully vested.
- (5) This award of RSUs represents a contingent right to receive Issuer common stock on a one-for-one basis.

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.