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

CYPRESS S Form 4 May 27, 2009	EMICONDUCTO	OR CORP //	DE/									
FORM Check thi if no long subject to Section 10 Form 4 or Form 5 obligation may conti <i>See</i> Instru 1(b).	s box er 5. 5. Filed purs 18 Section 17(a)	ENT OF C uant to Sec) of the Pub	Wash CHANC ction 16 blic Util	ington, GES IN H SECURI (a) of the lity Hold	D.C. 205 BENEFI ITIES	49 C IAI es Ex pany	COW chang Act of	COMMISSION NERSHIP OF e Act of 1934, f 1935 or Sectio 40	OMB Number: Expires: Estimated a burden hou response	0		
BENHAMOU ERIC Symbol CYPRES				r Name and Ticker or Trading ESS SEMICONDUCTOR DE/ [CY]				5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
(Last) 198 CHAMI	(First) (M PION COURT	(N	3. Date of Earliest Transaction (Month/Day/Year) 05/22/2009					X_ Director Officer (give below)	e title Other (specify below)			
Filed(Month/Day/Y SAN JOSE, CA 95134				n/Day/Year)	/Day/Year) Applicable Line) _X_ Form filed by O Form filed by M Person					Iore than One Reporting		
(City) 1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed	d Date, if	3.	4. Securiti n(A) or Dis (D) (Instr. 3, 4	ies Ac sposed	quired of	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	f, or Beneficial 6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of		
Common Stock	05/22/2009			М	41,200 (1)	А	\$0	117,364 <u>(2)</u>	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.

 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. Transactio Code (Instr. 8)	of Derivative Securities Acquired (A) or Disposed of (D)	Number Expiration E of (Month/Day Derivative Securities Acquired (A) or Disposed		Under Secur	int of rlying	8. Price of Derivative Security (Instr. 5)	9. Nu Deriv Secu Bene Owne Follo Repo Trans (Instr
				Code V	(Instr. 3, 4, and 5) (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares		

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

Reporting Owners

Reporting Owner Name / Address	Relationships						
I. S.	Director	10% Owner	Officer Other				
BENHAMOU ERIC 198 CHAMPION COURT SAN JOSE, CA 95134	Х						
Signatures							

<u>**</u>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) Represents non-discretionary and automatic, fully vested grant to outside directors pursuant to Section 10 of the 1994 Amended Stock Plan.
- (2) Under the terms of the resolution of the Board of Directors, all options, RSUs and RSAs outstanding on September 29, 2008 have been adjusted by the SunPower conversion ratio of 4.12022 per share.

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.