

ALBRECHT W STEVE  
Form 4  
May 29, 2009

**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 \*  
ALBRECHT W STEVE

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) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)  
05/27/2009

Director  10% Owner  
 Officer (give title below)  Other (specify below)

198 CHAMPION COURT

(Street)

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

SAN JOSE, CA 95134

(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 Ownership (Instr. 4)
				Code	V	Amount or Price			
Common Stock	05/27/2009		M			800 A \$ 2.91	126,464	D	
Common Stock	05/27/2009		S			800 D \$ 8.5201	125,664	D	
Common Stock	05/27/2009		M			800 A \$ 2.91	126,464	D	
Common Stock	05/27/2009		S			800 D \$ 8.5801	125,664	D	
Common Stock	05/27/2009		M			3,300 A \$ 2.91	128,964	D	

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Common Stock	05/27/2009	S	3,300	D	\$ 8.57	125,664	D
Common Stock	05/27/2009	M	4,211	A	\$ 2.91	129,875	D
Common Stock	05/27/2009	S	4,211	D	\$ 8.53	125,664	D
Common Stock	05/27/2009	M	5,700	A	\$ 2.91	131,364	D
Common Stock	05/27/2009	S	5,700	D	\$ 8.58	125,664	D
Common Stock	05/27/2009	M	10,000	A	\$ 2.91	135,664	D
Common Stock	05/27/2009	S	10,000	D	\$ 8.64	125,664	D
Common Stock	05/27/2009	S	13,203	D	\$ 8.74	112,461	D
Common Stock	05/27/2009	S	400	D	\$ 8.7401	112,061	D
Common Stock	05/27/2009	S	5,000	D	\$ 8.68	107,061	D
Common Stock	05/27/2009	S	2,500	D	\$ 8.71	104,561	D
Common Stock	05/27/2009	S	400	D	\$ 8.6102	104,161	D
Common Stock	05/27/2009	S	5,000	D	\$ 8.77	99,161	D
Common Stock	05/27/2009	S	10,000	D	\$ 8.75	89,161	D
Common Stock	05/27/2009	S	100	D	\$ 8.6104	89,061	D
Common Stock	05/27/2009	S	100	A	\$ 8.6101	88,961	D
Common Stock	05/27/2009	S	977	D	\$ 8.7	87,984	D

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

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned  
(e.g., puts, calls, warrants, options, convertible securities)**

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non Qualified Stock Option	\$ 2.91	05/27/2009		M		800		05/27/2009	04/29/2015	Common Stock	800
Non Qualified Stock Option	\$ 2.91	05/27/2009		M		800		05/27/2009	04/29/2015	Common Stock	800
Non Qualified Stock Option	\$ 2.91	05/27/2009		M		3,300		05/27/2009	04/29/2015	Common Stock	3,300
Non Qualified Stock Option	\$ 2.91	05/27/2009		M		4,211		05/27/2009	04/29/2015	Common Stock	4,211
Non Qualified Stock Option	\$ 2.91	05/27/2009		M		5,700		05/27/2009	04/29/2015	Common Stock	5,700
Non Qualified Stock Option	\$ 2.91	05/27/2009		M		10,000		05/27/2009	04/29/2015	Common Stock	10,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ALBRECHT W STEVE 198 CHAMPION COURT SAN JOSE, CA 95134	X			

## Signatures

W. Steve  
Albrecht

05/29/2009

  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) 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.

### Remarks:

Form 2 of 2 - Due to the SEC limitations of 30 rows per table, we have divided these transactions into two forms.

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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