

Brennan Gregory L
Form 4
February 07, 2011

FORM 4

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

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

OMB APPROVAL

OMB
Number: 3235-0287
Expires: January 31,
2005
Estimated average
burden hours per
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person *
Brennan Gregory L

(Last) (First) (Middle)

2901 VIA FORTUNA

(Street)

AUSTIN, TX 78746

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CIRRUS LOGIC INC [CRUS]

3. Date of Earliest Transaction
(Month/Day/Year)
02/03/2011

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

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

VP and GM, Apex Precision Pwr

6. Individual or Joint/Group Filing(Check
Applicable Line)
____X____ 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	02/03/2011		M		14,905	A	\$ 5.55	23,394	D
Common Stock	02/03/2011		S ⁽¹⁾		14,905	D	\$ 23.4378	8,489	D
Common Stock	02/03/2011		M		5,000	A	\$ 5.25	13,489	D
Common Stock	02/03/2011		S ⁽¹⁾		5,000	D	\$ 23.4378	8,489	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 Security (Instr. 3 and 4)	8. Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 5.25	02/03/2011		M	5,000	(2) 10/01/2018	Common Stock	5,000
Non-Qualified Stock Option (right to buy)	\$ 5.55	02/03/2011		M	14,905	(3) 10/07/2019	Common Stock	14,905

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
Brennan Gregory L 2901 VIA FORTUNA AUSTIN, TX 78746	VP and GM, Apex Precision Pwr

Signatures

By: Gregory Scott Thomas, Attorney-in-Fact For: Gregory L. Brennan 02/07/2011

__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) The sales price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$23.43 to \$23.47. 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 Securities and Exchange Commission, upon request.
- (2) This incentive employee stock option grant was granted to the reporting person on 10/1/2008 and is exercisable on the following 4-year schedule: 25% of the shares vested and became exercisable on 10/1/2009. The remaining 75% of the shares began vesting in 36 equal

Edgar Filing: Brennan Gregory L - Form 4

monthly installments on 11/1/2009. The option will be fully vested and exercisable on 10/1/2012.

- (3) This non-qualified employee stock option grant and its companion incentive employee stock option grant, together totaling 55,000 options, were granted to the reporting person on 10/7/2009. The options are exercisable according to the following 4-year schedule: on 10/7/2010, 25% of the shares vested and became exercisable. The remaining 75% of the shares began vesting in 36 equal monthly installments on 11/7/2010. The option will be fully vested and exercisable on 10/7/2013.

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.