

Thad Trent  
 Form 4  
 February 06, 2018

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
 Expires: January 31, 2005  
 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 \*  
 Thad Trent

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)  
 198 CHAMPION COURT  
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)  
 02/02/2018

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
 EVP, Finance & CFO

SAN JOSE, CA 95134  
 (City) (State) (Zip)

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

**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	02/02/2018		M		20,000	A	\$ 0 <sup>(1)</sup>
Common Stock	02/05/2018		F		7,475	D	\$ 16.6728 <sup>(2)</sup>
Common Stock	02/02/2018		M		10,000	A	\$ 0 <sup>(1)</sup>
Common Stock	02/05/2018		F		3,574	D	\$ 16.6146 <sup>(3)</sup>
	02/02/2018		M		27,000	A	\$ 0 <sup>(1)</sup>

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Common  
Stock

Common Stock 02/05/2018 F 9,660 D \$ 16.6042 208,912 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)

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. Amount or Number of Shares
Restricted Stock Units	<u>(1)</u>	02/02/2018		M	20,000	<u>(4)</u> <u>(4)</u>	Common Stock	20,000
Restricted Stock Units	<u>(1)</u>	02/02/2018		M	10,000	<u>(5)</u> <u>(5)</u>	Common Stock	10,000
Restricted Stock Units	<u>(1)</u>	02/02/2018		M	27,000	<u>(6)</u> <u>(6)</u>	Common Stock	27,000

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Thad Trent 198 CHAMPION COURT SAN JOSE, CA 95134			EVP, Finance & CFO	

## Signatures

/s/ Pamela L. Tondreau,  
attorney-in-fact 02/06/2018

\_\_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) Restricted stock units ("RSUs") convert into common stock on a one-for-one basis upon vesting.

The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$16.67 to \$16.675 per share, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (2) to this Form 4.

(2) The price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$16.6101 to \$16.615 per share, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in footnote (3) to this Form 4.

(3) On March 3, 2015, the Reporting Person was granted 60,000 RSUs, vesting in three equal annual installments beginning on January 29, 2016.

(4) On May 7, 2015, the Reporting Person was granted 30,000 RSUs, vesting in three equal annual installments beginning on January 29, 2016.

(5) On April 1, 2016, the Reporting Person was granted 27,000 RSUs, vesting in one annual installment on February 2, 2018.

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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