

CIRRUS LOGIC INC
Form 4
May 08, 2006

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 *
LEEDER TERRY M

(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)
05/04/2006

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)
SVP, Business Development

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	05/04/2006		M		12,000	A	\$ 8.625
					23,732		
Common Stock	05/04/2006		S		12,000	D	\$ 10.25
					11,732		
Common Stock	05/04/2006		M		2,000	A	\$ 8.625
					13,732		
Common Stock	05/04/2006		S		2,000	D	\$ 10.2057
					11,732		
Common Stock	05/04/2006		M		5,000	A	\$ 8.625
					16,732		

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Common Stock	05/04/2006	S	5,000	D	\$ 10.17	11,732	D
Common Stock	05/04/2006	M	5,500	A	\$ 8.625	17,232	D
Common Stock	05/04/2006	S	5,500	D	\$ 10.19	11,732	D

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

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(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)	Amount or Number of Shares
						Date Exercisable	Expiration Date		
Incentive Stock Option (right to buy)	\$ 2.6	05/04/2006		M	5,000	(1)	02/26/2013	Common Stock	5,000
Incentive Stock Option (right to buy)	\$ 2.6	05/04/2006		M	6,000	(1)	02/26/2013	Common Stock	6,000
Incentive Stock Option (right to buy)	\$ 2.6	05/04/2006		M	2,500	(1)	02/26/2013	Common Stock	2,500
Incentive Stock Option (right to buy)	\$ 2.6	05/04/2006		M	3,000	(1)	02/26/2013	Common Stock	3,000
Non-Qualified Stock Option (right to buy)	\$ 8.625	05/04/2006		M	4,500	(1)	07/07/2009	Common Stock	4,500
Non-Qualified Stock Option (right to buy)	\$ 8.625	05/04/2006		M	5,000	(1)	07/07/2009	Common Stock	5,000
	\$ 8.625	05/04/2006		M	2,500	(1)	07/07/2009		2,500

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Non-Qualified Stock Option (right to buy)								Common Stock	
Non-Qualified Stock Option (right to buy)	\$ 8.625	05/04/2006	M	2,000	<u>(1)</u>	07/07/2009	Common Stock	2,000	
Non-Qualified Stock Option (right to buy)	\$ 8.625	05/04/2006	M	5,000	<u>(1)</u>	07/07/2009	Common Stock	5,000	
Non-Qualified Stock Option (right to buy)	\$ 8.625	05/04/2006	M	5,500	<u>(1)</u>	07/07/2009	Common Stock	5,500	
Non-Qualified Stock Option (right to buy)	\$ 14.33	05/04/2006	M	3,000	<u>(1)</u>	02/21/2012	Common Stock	3,000	
Non-Qualified Stock Option (right to buy)	\$ 14.33	05/04/2006	M	2,500	<u>(1)</u>	02/21/2012	Common Stock	2,500	
Non-Qualified Stock Option (right to buy)	\$ 14.33	05/04/2006	M	3,000	<u>(1)</u>	02/21/2012	Common Stock	3,000	
Non-Qualified Stock Option (right to buy)	\$ 14.33	05/04/2006	M	4,000	<u>(1)</u>	02/21/2012	Common Stock	4,000	
Non-Qualified Stock Option (right to buy)	\$ 14.33	05/04/2006	M	2,000	<u>(1)</u>	02/21/2012	Common Stock	2,000	
Non-Qualified Stock Option (right to buy)	\$ 14.33	05/04/2006	M	3,500	<u>(1)</u>	02/21/2012	Common Stock	3,500	
Non-Qualified Stock Option (right to buy)	\$ 14.33	05/04/2006	M	2,000	<u>(1)</u>	02/21/2012	Common Stock	2,000	
Non-Qualified Stock Option (right to buy)	\$ 14.33	05/04/2006	M	12,000	<u>(1)</u>	02/21/2012	Common Stock	12,000	
Non-Qualified Stock Option (right to buy)	\$ 15.3	05/04/2006	M	2,000	<u>(1)</u>	08/15/2011	Common Stock	2,000	

Reporting Owners

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

LEEDER TERRY M
2901 VIA FORTUNA
AUSTIN, TX 78746

SVP, Business Development

Signatures

Terry M. Leeder 05/08/2006

__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) 25% of the option vested on 6/21/00 and the remaining 75% of the option vested in monthly installments over the next 36 months.

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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