

Fanning Christopher M
 Form 4
 May 07, 2010

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 *
 Fanning Christopher M

2. Issuer Name and Ticker or Trading Symbol
 LATTICE SEMICONDUCTOR CORP [LSCC]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 5555 N.E. MOORE CT.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 05/05/2010

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
 Corporate VP & GM, LD & MSS

HILLSBORO, OR 97124

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

(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 (A) or (D) Price			
Common Stock	05/05/2010		M	628 A \$ 0 (1)	27,921	D	
Common Stock	05/05/2010		F(2)	222 D \$ 5.29	27,699	D	
Common Stock	05/06/2010		M	639 A \$ 0 (1)	28,338	D	
Common Stock	05/06/2010		F(2)	223 D \$ 5.06	28,115	D	

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

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liability.

- (3) Each Restricted Stock Unit (RSU) represents a right to receive one share of the Issuers common shares without payment of specific consideration.

- (4) A total of 10,222 Restricted Stock Units (RSUs) were granted on 2/6/07 that vest over a four year period wherein 1/16th (6.25%) of the total RSUs granted vest on each quarterly anniversary of the grant date. As of 6/1/09, the effective date the reporting individual became subject to Section 16, a total of 5,749 RSUs have vest and the shares have been released to the reporting individual. The remaining 4,473 RSUs shall continue to vest quarterly until fully vested on 2/6/2011.

- (5) A total of 10,049 Restricted Stock Units (RSUs) were granted on 2/5/08 that vest over a four year period wherein 1/16th (6.25%) of the total RSUs granted vest on each quarterly anniversary of the grant date. As of 6/1/09, the effective date the reporting individual became subject to Section 16, a total of 3,140 RSUs have vest and the shares have been released to the reporting individual (less any shares withheld to satisfy the tax withholding obligation). The remaining 6,909 RSUs shall continue to vest quarterly until fully vested on 2/5/2012.

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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