

Carlson Randolph K
Form 4
August 10, 2012

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 *
Carlson Randolph K

(Last) (First) (Middle)
800 WEST 6TH STREET
(Street)

AUSTIN, TX 78701

(City) (State) (Zip)

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

3. Date of Earliest Transaction (Month/Day/Year)
08/09/2012

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)
VP Supply Chain / VP Supply Chain

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 (A) or (D) Price			
Common Stock	08/09/2012		M	1,771 A \$ 6.63	1,771	D	
Common Stock	08/09/2012		S ⁽¹⁾	1,771 D \$ 38.0094	0	D	
Common Stock	08/09/2012		M	3,166 A \$ 5.55	3,166	D	
Common Stock	08/09/2012		S ⁽¹⁾	3,166 D \$ 38.0094	0	D	
Common Stock	08/09/2012		M	1,979 A \$ 5.53	1,979	D	

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Common Stock 08/09/2012 S⁽¹⁾ 1,979 D \$ 38.0094 0 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 Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 5.53	08/09/2012		M	1,979	<u>(2)</u> 12/02/2019	Common Stock	1,979
Incentive Stock Option (right to buy)	\$ 5.55	08/09/2012		M	3,166	<u>(3)</u> 10/07/2019	Common Stock	3,166
Incentive Stock Option (right to buy)	\$ 6.63	08/09/2012		M	1,771	<u>(4)</u> 06/04/2018	Common Stock	1,771

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Carlson Randolph K 800 WEST 6TH STREET AUSTIN, TX 78701			VP Supply Chain	VP Supply Chain

Signatures

By: Gregory Scott Thomas, Atty-in-Fact For: Randolph K.
Carlson

08/10/2012

__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).

The sales price reported in Table I- Column 4 is a weighted average price. These shares were sold in multiple transactions at prices
(1) ranging from \$38.00 to \$38.05. The reporting person will provide full information regarding the number of shares sold as each separate price within the ranges set forth in this footnote to any security holder of Cirrus Logic, Inc. or the staff of the SEC, upon request.

This incentive stock option grant was granted to the reporting person on 12/2/09 and vests over a 4-year vesting schedule as follows: 25%
(2) of the shares vested and became exercisable on 12/2/10. The remaining 75% of the shares began vesting in 36 equal monthly installments on 1/2/11. The option will be fully vested and exercisable on 12/2/13

This incentive stock option grant was granted to the reporting person on 10/7/09 and vests over a 4-year vesting schedule as follows: 25%
(3) of the shares vested and became exercisable on 10/7/10. The remaining 75% of the shares began vesting in 36 equal monthly installments on 11/7/10. The option will be fully vested and exercisable on 10/7/13

This incentive stock option grant was granted to the reporting person on 6/4/08 and vests over a 4-year vesting schedule as follows: 25%
(4) of the shares vested and became exercisable on 6/4/09. The remaining 75% of the shares began vesting in 36 equal monthly installments on 7/4/09. The option was fully vested and exercisable on 6/4/12

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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