

Brennan Gregory L
Form 4
August 11, 2010

FORM 4

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

OMB APPROVAL

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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 *
Brennan Gregory L

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)

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

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

2901 VIA FORTUNA

08/09/2010

VP and GM, Apex Precision Pwr

(Street)

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

AUSTIN, TX 78746

(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 Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|---|
| | | | Code | V | Amount | (D) | Price |
| Common Stock | 08/09/2010 | | S ⁽¹⁾ | | 3,308 | D | \$ 20.64 |
| Common Stock | 08/09/2010 | | M | | 15,000 | A | \$ 7.35 |
| Common Stock | 08/09/2010 | | S ⁽¹⁾ | | 15,000 | D | \$ 20.6477 |
| Common Stock | 08/09/2010 | | M | | 2,500 | A | \$ 5.25 |
| Common Stock | 08/09/2010 | | S ⁽²⁾ | | 2,500 | D | \$ 20.6301 |

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Common Stock 08/10/2010 F⁽³⁾ 1,511 D \$ 20.1486 8,489 D

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

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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) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Incentive Stock Option (right to buy) | \$ 5.25 | 08/09/2010 | | M | 2,500 | ⁽⁴⁾ 10/01/2018 | Common Stock | 2,500 |
| Incentive Stock Option (right to buy) | \$ 7.35 | 08/09/2010 | | M | 15,000 | ⁽⁵⁾ 08/01/2017 | Common Stock | 15,000 |

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 08/11/2010

**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. Prices ranged from \$20.64 to \$20.65.

(2) The Sales price reported in Column 4 is an exact price of \$20.6301.

(3) Sell to cover tax withholding on release of restricted stock granted on 08/01/07.

25% of the option, representing a right to purchase a total of 40,000 shares, became exercisable on 10/1/09, which was the first anniversary of the date on which the option was granted. The remaining 75% of the shares have vested, and will continue to vest, in 36 equal monthly installments beginning on 11/1/09.

(4) 25% of the option, representing a right to purchase a total of 20,000 shares, became exercisable on 8/1/08, which was the first anniversary of the date on which the option was granted. The remaining 75% of the shares have vested, and will continue to vest, in 36 equal monthly installments beginning on 09/01/08.

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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