

NAZARIAN DANA
Form 3
February 12, 2009

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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 *		2. Date of Event Requiring Statement	3. Issuer Name and Ticker or Trading Symbol	
Â NAZARIAN DANA		(Month/Day/Year)	CYPRESS SEMICONDUCTOR CORP /DE/ [CY]	
(Last)	(First)	(Middle)	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
		02/05/2009		
198 CHAMPION COURT			(Check all applicable)	
(Street)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) Vice President	
SAN JOSE,Â CAÂ 95135			6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
(City)	(State)	(Zip)		

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	4,484 ⁽¹⁾	D	Â
Common Stock	3,504 ⁽²⁾	D	Â
Common Stock	15,219 ⁽³⁾	D	Â

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Non Qualified Stock Option (Right to Buy)	Â <u>(4)</u>	10/08/2011	Common Stock	26,781	\$ 4.0872	D	Â
Non Qualified Stock Option (Right to Buy)	Â <u>(5)</u>	10/01/2012	Common Stock	30,934	\$ 1.563	D	Â
Non Qualified Stock Option (Right to Buy)	Â <u>(6)</u>	03/27/2013	Common Stock	31,725	\$ 1.7887	D	Â
Non Qualified Stock Option (Right to Buy)	Â <u>(7)</u>	10/23/2013	Common Stock	28,841	\$ 4.757	D	Â
Non Qualified Stock Option (Right to Buy)	Â <u>(8)</u>	02/25/2015	Common Stock	41,202	\$ 3.5314	D	Â
Non Qualified Stock Option (Right to Buy)	Â <u>(9)</u>	10/27/2016	Common Stock	17,510	\$ 3.9877	D	Â
Non Qualified Stock Option (Right to Buy)	Â <u>(10)</u>	03/08/2018	Common Stock	56,653	\$ 4.9075	D	Â
Non Qualified Stock Option (Right to Buy)	Â <u>(11)</u>	09/08/2015	Common Stock	45,322	\$ 3.9658	D	Â
Non Qualified Stock Option (Right to Buy)	Â <u>(12)</u>	10/08/2011	Common Stock	50,946	\$ 4.0872	D	Â
Non Qualified Stock Option (Right to Buy)	Â <u>(13)</u>	10/08/2011	Common Stock	10,300	\$ 4.0872	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
NAZARIAN DANA 198 CHAMPION COURT SAN JOSE, CA 95135	Â	Â	Â Vice President	Â

Signatures

Dana Nazarian 02/12/2009
 __Signature of Date
 Reporting Person

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 5(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) Acquired through the Employee Stock Purchase Plan (ESPP)

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- (2) The restricted stock units vest in five equal annual installments on October 1, 2007, October 1, 2008, October 1, 2009, October 1, 2010, and October 1, 2011.
- (3) The restricted stock units vest in five equal annual installments on December 1, 2008, December 1, 2009, December 1, 2010, December 1, 2011, and December 1, 2012.
- (4) The option became fully exercisable on August 10, 2005.
- (5) The option became fully exercisable on October 1, 2007.
- (6) The option became fully exercisable on March 27, 2008.
- (7) The option became exercisable to 24,995 shares on February 1, 2009 and becomes fully exercisable as to the remaining 3,846 shares on October 1, 2009.
- (8) The option became exercisable to 31,588 shares on February 1, 2009 and becomes fully exercisable as to the remaining 9,614 shares on April 1, 2010.
- (9) The option became exercisable to 8,171 shares on February 1, 2009 and becomes fully exercisable as to the remaining 9,339 shares on October 1, 2011.
- (10) The option became exercisable to 10,386 shares on January 11, 2009 and becomes fully exercisable as to the remaining 46,267 shares on February 11, 2013.
- (11) The option became exercisable to 32,480 shares on February 4, 2009 and becomes fully exercisable as to the remaining 12,842 shares on July 4, 2010.
- (12) The option became fully exercisable on October 8, 2005.
- (13) The option became fully exercisable on July 9, 2006.

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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