

CYPRESS SEMICONDUCTOR CORP /DE/
 Form 4
 October 23, 2007

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 *
 Chatila Ahmad R

2. Issuer Name and Ticker or Trading Symbol
 CYPRESS SEMICONDUCTOR CORP /DE/ [CY]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
 198 CHAMPION COURT
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 10/19/2007

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

SAN JOSE, CA 95134
 (City) (State) (Zip)

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

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 or Price		
Common Stock	10/19/2007		S		10,985 (1) \$ 32.5136	D	
Common Stock	10/19/2007		S		959 (2) \$ 32.5136	D	
Common Stock	10/19/2007		M		33,530 A \$ 23.82	D	
Common Stock	10/19/2007		S		33,530 D \$ 32.5136	D	
Common Stock	10/19/2007		M		20,500 A \$ 16.84	D	

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Common Stock	10/19/2007	S	20,500	D	\$ 32.5136	9,569	D
Common Stock	10/19/2007	M	5,000	A	\$ 19	14,569	D
Common Stock	10/19/2007	S	5,000	D	\$ 32.5136	9,569	D
Common Stock	10/19/2007	M	14,001	A	\$ 6.44	23,570	D
Common Stock	10/19/2007	S	14,001	D	\$ 32.5136	9,569	D
Common Stock	10/19/2007	M	20,700	A	\$ 7.37	30,269	D
Common Stock	10/19/2007	S	20,700	D	\$ 32.5136	9,569	D
Common Stock	10/19/2007	M	12,000	A	\$ 19.6	21,569	D
Common Stock	10/19/2007	S	12,000	D	\$ 32.5136	9,569	D
Common Stock	10/19/2007	M	12,666	A	\$ 9.03	22,235	D
Common Stock	10/19/2007	S	12,666	D	\$ 32.5136	9,569	D
Common Stock	10/19/2007	M	10,000	A	\$ 14.55	19,569	D
Common Stock	10/19/2007	S	10,000	D	\$ 32.5136	9,569	D
Common Stock	10/19/2007	M	24,750	A	\$ 13.92	34,319	D
Common Stock	10/19/2007	S	24,750	D	\$ 32.5136	9,569	D
Common Stock	10/19/2007	M	6,720	A	\$ 16.43	16,289	D
Common Stock	10/19/2007	S	6,720	D	\$ 32.5136	9,569	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)

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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)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Non Qualified Stock Option	\$ 23.82	10/19/2007		M		33,530		10/19/2007	06/13/2011	Common Stock	33,530
Non Qualified Stock Option	\$ 16.84	10/19/2007		M		20,500		10/19/2007	10/08/2011	Common Stock	20,500
Non Qualified Stock Option	\$ 19	10/19/2007		M		5,000		10/19/2007	02/22/2012	Common Stock	5,000
Non Qualified Stock Option	\$ 6.44	10/19/2007		M		14,001		10/19/2007	10/01/2012	Common Stock	14,001
Non Qualified Stock Option	\$ 7.37	10/19/2007		M		20,700		10/19/2007	03/27/2013	Common Stock	20,700
Non Qualified Stock Option	\$ 19.6	10/19/2007		M		12,000		10/19/2007	10/23/2013	Common Stock	12,000
Non Qualified Stock Option	\$ 9.03	10/19/2007		M		12,666		10/19/2007	10/08/2014	Common Stock	12,666
Non Qualified Stock Option	\$ 14.55	10/19/2007		M		10,000		10/19/2007	02/25/2015	Common Stock	10,000
Non Qualified Stock Option	\$ 13.92	10/19/2007		M		24,750		10/19/2007	07/18/2015	Common Stock	24,750

Non Qualified Stock Option	\$ 16.43	10/19/2007	M	6,720	10/19/2007	10/27/2016	Common Stock	6,720
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Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Chatila Ahmad R 198 CHAMPION COURT SAN JOSE, CA 95134			Executive Vice President	

Signatures

Ahmad R.
Chatila

10/23/2007

__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) Acquired through the Employee Stock Purchase Plan (ESPP).
- (2) Restricted Stock Units (RSU) granted October 27, 2006.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.