

# CIRRUS LOGIC INC

## FORM 5

(Annual Statement of Changes in Beneficial Ownership)

Filed 5/12/1997 For Period Ending 3/29/1997

Address	2901 VIA FORTUNA AUSTIN, Texas 78746
Telephone	512-851-4000
CIK	0000772406
Industry	Semiconductors
Sector	Technology
Fiscal Year	03/30

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

FORM 5  
ANNUAL STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

[ ] Check box if no longer subject to Section 16.  
Form 4 or Form 5 obligations may continue.

[ ] Form 3 Holdings Reported

[ ] Form 4 Transactions Reported

1. Name and Address of Reporting Person(s) Dickinson, Robert V.

8 Siskiyou Place  
Menlo Park, CA 94025

2. Issuer Name and Ticker or Trading Symbol

Cirrus Logic, Inc. (CRUS)

3. IRS or Social Security Number of Reporting Person (Voluntary) 549-56-9864

4. Statement for Month/Year March 29, 1997

5. If Amendment, Date of Original (Month/Year)

6. Relationship of Reporting Person(s) to Issuer (Check all applicable)

[ ] Director [ ] 10% Owner

[X] Officer (give title below) [ ] Other (specify below) Pres., Bus. Oper., Graphics Co

7. Individual or Joint/Group Filing (Check Applicable Line)

[X] 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	2)Trans- action Date (Month/ Day/Year)	3.Trans- action Code	4.Securities Acquired(A) or Disposed of (D) A or D Amount Price	5)Amount of Securities Beneficially Owned at End of Year	6) 7)Nature of D Indirect I Beneficial Ownership
Common Stock				2,282	I by Trust (1)
Common Stock	06/29/96	B	273 A \$14.8750		D
Common Stock	12/28/96	B	360 A \$13.6000	306	D

Table II (PART 1) Derivative Securitites Acquired, Disposed of, or Beneficially Owned (Columns 1 through 6)

1)Title of Derivative Security	2)Conversion or Exercise Price of Derivative Security	3)Trans- action Date	4)Trans- action Code	5)Number of Derivative Securities Acquired (A) or Disposed of (D) A D	6)Date Exercisable and Expiration Date Exercisable Expiration
Incentive Stock Option (right to buy)	\$19.3750	09/25/96	A	5,360	(2) 09/25/06
Non-Qualified Stock Option (right to buy)	\$19.3750	09/25/96	A	74,640	(2) 09/25/06

Table II (PART 2) Derivative Securitites Acquired, Disposed of, or Beneficially Owned (Columns 1,3 and 7 through 11)

1)Title of Derivative Security	3)Trans- action Date	7)Title and Amount of Underlying Securities Amount or Number of	8)Price of Deri- vative Security	9)Number of Derivative Securities Beneficially Owned at	10) 11)Nature of D Indirect I Beneficial Ownership
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-		Title	Shares	End of Year	
Incentive Stock Option (right to buy)	09/25/96	Common Stock	5,360	5,360	D
Non-Qualified Stock Option (right to buy)	09/25/96	Common Stock	74,640	74,640	D

Explanation of Responses:

(1)  
Robert V and Sylvia A Dickenson 1984 Family Trust  
(2)  
Options vest over four years

## SIGNATURE OF REPORTING PERSON

/S/ ROBERT V. DICKINSON

DATE 04/20/97

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**End of Filing**

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