

FORM 4

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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(f) of the
Investment Company Act of 1940

1. Name and Address of Reporting Person *	2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
SHERMAN WILLIAM D	CIRRUS LOGIC INC [CRUS]	<input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner
(Last) (First) (Middle)	3. Date of Earliest Transaction (MM/DD/YYYY)	<input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)
2901 VIA FORTUNA	1/31/2011	
(Street)	4. If Amendment, Date Original Filed (MM/DD/YYYY)	6. Individual or Joint/Group Filing (Check Applicable Line)
AUSTIN, TX 78746		<input checked="" type="checkbox"/> Form filed by One Reporting Person
(City) (State) (Zip)		<input type="checkbox"/> 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. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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	1/31/2011		M		25000	A	\$16.64	25405	D	
Common Stock	1/31/2011		S (1)		25000	D	\$20.949	405	D	
Common Stock	2/2/2011		M		25000	A	\$5.49	25405	D	
Common Stock	2/2/2011		S (2)		25000	D	\$22.2243	405	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction (s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares						
Non-Qualified Stock Option (right to buy)	\$5.49	2/2/2011		M			25000	(3)	7/24/2019	Common Stock	25000	\$0	0	D			
Non-Qualified Stock Option (right to buy)	\$16.64	1/31/2011		M			25000	(4)	7/25/2011	Common Stock	25000	\$0	0	D			

Explanation of Responses:

- (1) The sales price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$20.9300 to \$21.0100. The reporting person will provide full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote to any security holder of Cirrus Logic, Inc. or the staff of the Securities and Exchange Commission, upon request.
- (2) The sales price reported in Column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$22.19 to \$22.305. The reporting person will provide full information regarding the number of shares purchased at each separate price within the ranges set forth in this footnote to any security holder of Cirrus Logic, Inc. or to the staff of the Securities and Exchange

Commission, upon request.

(3) All options were fully vested and exercisable on 07/24/2009, the date of grant.

(4) This non-qualified stock option grant was granted to the reporting person on 07/25/2001 and vested over a 4-year schedule as follows: on 7/25/2002, 25% of the shares vested and became exercisable. The remaining 75% of the shares vested in 36 equal monthly installments until all shares were fully vested and exercisable as of 07/25/2005.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
SHERMAN WILLIAM D 2901 VIA FORTUNA AUSTIN, TX 78746	X			

Signatures

By: Gregory Scott Thomas, Attorney-in-Fact For: William D. Sherman

2/2/2011

** Signature of Reporting Person

Date

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

* 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).

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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