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LATTICE SEMICONDUCTOR CORP

Form 4

August 03, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB

3235-0287 Number:

OMB APPROVAL

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obligations may continue. See Instruction

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(b).

(Last)

1. Name and Address of Reporting Person * KRISHNAMURTHY BALAJI

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

(Middle)

LATTICE SEMICONDUCTOR

(Check all applicable)

CORP [LSCC]

(Month/Day/Year)

08/01/2006

3. Date of Earliest Transaction

X_ Director Officer (give title below)

10% Owner Other (specify

C/O LATTICE SEMICONDUCTOR CORPORATION, 5555 NE MOORE

(Street)

(First)

CT

4. If Amendment, Date Original

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

HILLSBORO, OR 97124

(City) (State) (Zip)

Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

1.Title of Security (Instr. 3)

2. Transaction Date 2A. Deemed (Month/Day/Year)

Execution Date, if

(Month/Day/Year)

3. 4. Securities TransactionAcquired (A) or Code Disposed of (D) (Instr. 8) (Instr. 3, 4 and 5)

5. Amount of Securities Beneficially Owned Following

6. Ownership 7. Nature of Form: Direct Indirect (D) or Indirect Beneficial Ownership (Instr. 4) (Instr. 4)

Reported (A) Transaction(s)

Code V Amount (D) Price

(Instr. 3 and 4)

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

Persons who respond to the collection of SEC 1474 information contained in this form are not (9-02)required to respond unless the form displays a currently valid OMB control number.

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 on Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisab 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 Share
Option to Buy	\$ 5.63	08/01/2006		A	11,250	05/01/2009(1)	08/01/2016	Common Stock	11,250
Option to Buy	\$ 5.63	08/01/2006		A	18,000	08/01/2006(2)	08/01/2016	Common Stock	18,000

Reporting Owners

Reporting Owner Name / Address	Relationships				
reporting Owner Name, Naturess	Director	10% Owner	Officer	Other	
KRISHNAMURTHY BALAJI C/O LATTICE SEMICONDUCTOR CORPORATION 5555 NE MOORE CT HILLSBORO, OR 97124	X				

Signatures

Martin R. Baker, Attorney-In-Fact for Balaji Krishnamurthy

08/02/2006

**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).
- This option to purchase shares of common stock vests as follows: 50% of the total amount of shares subject to the option shall vest on (1) 5/1/2009. 50% of the total amount of shares subject to the option shall vest three months thereafter such that all shares are vested on 8/1/2009.
- This option to purchase shares of common stock vests as follows: 25% of the total amount of shares subject to the option vest on (2) 8/1/2006. 6.25% of the total amount of shares subject to the option shall vest each three months thereafter until all shares are vested on 8/1/2009.

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.

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