

ANDERSON JAMES ROBERT

Form 4

September 27, 2018

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
ANDERSON JAMES ROBERT

2. Issuer Name **and** Ticker or Trading
Symbol
LATTICE SEMICONDUCTOR
CORP [LSCC]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
111 SW 5TH AVE., 7TH FL.
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
09/04/2018

☒ Director ☐ 10% Owner
☒ Officer (give title below) ☐ Other (specify below)
President & CEO

PORTLAND, OR 97204

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

(City) (State) (Zip)

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	(D)	Price

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

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information contained in this form are not
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SEC 1474
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)**

1. Title of Derivative Security	2. Conversion or Exercise	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any	4. Transaction Code	5. Number of Derivative Securities	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and A Underlying S (Instr. 3 and 4)
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(Instr. 3)	Price of Derivative Security	(Month/Day/Year)	(Instr. 8)	Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)						
			Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	
Non-Qualified Stock Option (right to buy)	\$ 8.24	09/04/2018	A		574,363		09/04/2019 ⁽¹⁾	09/04/2025	Common Stock	
Performance Restricted Stock Unit (PRSU)	\$ 0 ⁽²⁾	09/04/2018	A		222,278		09/30/2019 ⁽³⁾	⁽⁴⁾	Common Stock	
Performance Restricted Stock Unit (PRSU)	\$ 0 ⁽²⁾	09/04/2018	A		193,834		09/30/2019 ⁽⁵⁾	⁽⁴⁾	Common Stock	
Restricted Stock Unit (RSU)	\$ 0 ⁽²⁾	09/04/2018	A		374,746		09/04/2019 ⁽⁶⁾	⁽⁴⁾	Common Stock	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ANDERSON JAMES ROBERT 111 SW 5TH AVE., 7TH FL. PORTLAND, OR 97204	X		President & CEO	

Signatures

By: Byron W. Milstead, Attorney-in-Fact For: James R. Anderson 09/26/2018

 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) Grants of Non-Qualified Stock Options vest as follows: 33% of the options will vest on the first anniversary of the date of grant, and an additional 8.33% of the options shall vest at the end of each three month period thereafter.
- (2) Each Restricted Stock Unit (RSU) represents a right to receive one share of the Issuers common shares without payment of specific consideration.
- (3) Grants of Performance Restricted Stock Units vest as follows: one-third on each of 9/30/19, 9/30/2020 and 9/30/2021 upon achievement of the performance conditions.
- (4) Not applicable.
- (5)

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Grants of Performance Restricted Stock Units (PRSUs) will vest upon the Company meeting targets on a trailing four quarter basis, the RSUs will begin vesting about January 1, 2020 and each quarter thereafter dependent on the achievement of targets ending about September 30, 2022.

- (6) Grants of Restricted Stock Units (RSUs) vest as follows: 33% of the RSUs will vest on the first anniversary of the date of grant, and an additional 8.33% of the RSUs shall vest at the end of each three month period thereafter.

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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