

ENSLEY CRAIG H
Form 4
March 04, 2005

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

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
ENSLEY CRAIG H

(Last) (First) (Middle)

2901 VIA FORTUNA

(Street)

AUSTIN, TX 78746

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
CIRRUS LOGIC INC [CRUS]

3. Date of Earliest Transaction
(Month/Day/Year)
03/02/2005

4. If Amendment, Date Original
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

____ Director ____ 10% Owner
__X__ Officer (give title below) ____ Other (specify below)

Sr VP Engineering

6. 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 (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Code (Instr. 8)	4. Securities Acquired 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)
Common Stock	06/03/2004		G V	Amount <u>1,000</u> (1)	D \$ 0 116,700	D	
Common Stock	06/25/2004		J V	Amount <u>1,500</u> (2)	A \$ 5.661 118,200	D	
Common Stock	12/23/2004		J V	Amount <u>1,500</u> (3)	A \$ 4.7855 119,700	D	
Common Stock					1,000	I	by Daughter

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

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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 (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 Underlying Security (Instr. 3 and 4)	Amount or Number of Shares
Incentive Stock Option (right to buy)	\$ 4.58	03/02/2005		A	18,750	<u>(4)</u> 03/02/2015	Common Stock	18,750
Non-Qualified Stock Option (right to buy)	\$ 4.58	03/02/2005		A	41,250	<u>(4)</u> 03/02/2015	Common Stock	41,250 (5)

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ENSLEY CRAIG H 2901 VIA FORTUNA AUSTIN, TX 78746			Sr VP Engineering	

Signatures

By: Gregory Scott Thomas, Attorney-in-Fact For: Craig H. Ensley

03/04/2005

__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).

- These shares were gifted by Mr. Ensley to his daughter. Mr. Ensley disclaims beneficial ownership in the shares held by his daughter
- (1) except to the extent of his pecuniary interest therein and this report should not be deemed an admission that the Reporting Person is the beneficial owner of his daughter's shares for purposes of Section 16 or for any other purpose.
 - (2) Shares acquired under the Issuer's 1989 Employee Stock Purchase Plan on 06/25/04.
 - (3) Shares acquired under the Issuer's 1989 Employee Stock Purchase Plan on 12/23/04.

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Only vested shares can be exercised under this option. The vesting schedule is: 25% of the shares granted will become vested and

- (4) exercisable on 3/2/2006; the remaining 75% of the shares granted will vest and become exercisable monthly over the next thirty-six (36) months so that the shares granted under the option are fully vested on 3/2/2009.
- (5) Exhibit 24 - Power of Attorney

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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