

Benson JoDee
Form 4
April 29, 2010

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

1. Name and Address of Reporting Person *
Benson JoDee

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
2901 VIA FORTUNA

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
04/27/2010

____ Director
 Officer (give title below)
____ 10% Owner
____ Other (specify below)
VP Corp Mkt Comm & Human Res.

AUSTIN, TX 78746

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 |
| Common Stock | 04/27/2010 ⁽¹⁾ | | M | | 15,000 | A | \$ 6.97 |
| | | | | | 15,395 | | |
| Common Stock | 04/27/2010 ⁽¹⁾ | | S | | 15,000 | D | \$ 12 |
| | | | | | 395 | | |
| Common Stock | 04/27/2010 ⁽¹⁾ | | M | | 20,000 | A | \$ 5.16 |
| | | | | | 20,395 | | |
| Common Stock | 04/27/2010 ⁽¹⁾ | | S | | 20,000 | D | \$ 11.0014 |
| | | | | | 395 | | |
| | | | | | | | ⁽²⁾ |

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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(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 of Underlying Security (Instr. 3 and 4) | Amount or Number of Shares |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|----------------------------|
| Non-Qualified Stock Option (right to buy) | \$ 5.16 | 04/27/2010 | | M | 20,000 | ⁽³⁾ 10/06/2014 | Common Stock | 20,000 |
| Non-Qualified Stock Option (right to buy) | \$ 6.97 | 04/27/2010 | | M | 15,000 | ⁽⁴⁾ 10/24/2013 | Common Stock | 15,000 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-------------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Benson JoDee 2901 VIA FORTUNA AUSTIN, TX 78746 | | | VP Corp Mkt Comm & Human Res. | |

Signatures

Jo-Dee Benson 04/29/2010
 **Signature of Date
 Reporting Person

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) The transactions reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on August 6, 2009.
- (2) The sales prices reported in column 4 is a weighted average price. These shares were sold in multiple transactions at prices ranging from \$11.00 to \$11.01.
- (3) Only vested shares can be exercised under this option. The vesting schedule is: 25% of the shares granted under the option will vest and become exercisable on 10/6/2005; the remaining shares exercisable under the option vest monthly over the next thirty-six (36) months so

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that the shares are fully vested on 10/6/2008.

- Only vested shares can be exercised under this option. The vesting schedule is: 25% of the shares granted were fully vested and
- (4) exercisable on 10/24/2004; the remaining shares exercisable under the option vest monthly over the next thirty-six (36) months so that the shares are fully vested on 10/24/2007.

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.