

Billerbeck Darin G
 Form 4/A
 November 06, 2017

FORM 4

**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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
 Billerbeck Darin G

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)
 5555 N.E. MOORE CT.
 (Street)

3. Date of Earliest Transaction (Month/Day/Year)
 10/18/2017

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

HILLSBORO, OR 97124

4. If Amendment, Date Original Filed(Month/Day/Year)
 10/20/2017

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 Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| | | | | Code V | Amount | | |
| Common Stock | 10/18/2017 | | | M | 574,600 | A | |
| | | | | | \$ 4.86 | | |
| Common Stock | 10/18/2017 | | | F(1) | 531,807 | D | |
| | | | | | \$ 5.73 | | |

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 Underlying (Instr. 3) | | |
|---|--|--------------------------------------|--|--------------------------------|---|--|--------------------------------|----------------|--------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title | |
| Non-Qualified Stock Option (right to buy) | \$ 4.86 | 10/18/2017 | | M | | 574,600 | 11/08/2011 ⁽²⁾ | 11/08/2017 | Common Stock |
| Non-Qualified Stock Option (right to buy) | \$ 5.73 | 10/18/2017 | | A | | 256,500 | 01/18/2018 ⁽³⁾ | 10/18/2024 | Common Stock |
| Performance Non-Qualified Stock Option (right to buy) | \$ 5.73 | 10/18/2017 | | A | | 177,900 | 10/18/2019 ⁽⁴⁾ | 10/18/2024 | Common Stock |
| Restricted Stock Unit (RSU) | \$ 0 ⁽⁵⁾ | 10/18/2017 | | A | | 210,300 | 10/18/2018 ⁽⁶⁾ | ⁽⁷⁾ | Common Stock |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|-----------------|-------|
| | Director | 10% Owner | Officer | Other |
| Billerbeck Darin G 5555 N.E. MOORE CT. HILLSBORO, OR 97124 | X | | President & CEO | |

Signatures

By: Byron W. Milstead, Attorney-in-Fact For: Darin G.
Billerbeck

11/06/2017

 **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 retained by the Issuer in order to meet the aggregate exercise price and tax withholding obligations of the Reporting

(1) Person in connection with the exercise of stock options that were scheduled to expire on November 8, 2017. The amount retained by the Issuer was not in excess of the amount of the tax liability. The Reporting Person retained the net shares obtained on the exercise.

This option to purchase shares of common stock vested as follows: 25% of the total amount of shares subject to the option vested on

(2) 11/8/2011. 6.25% of the total amount of the shares subject to the option vested in each of the three months thereafter until all shares vested on 11/8/2014.

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- (3) This option to purchase shares of common stock becomes exercisable over a three and half year period where in 1/14th of the total shares granted vest on each quarterly anniversary of the grant date.
- (4) Grants of Performance Options vest as follows: 100% on the second anniversary of the grant date upon achievement of the performance conditions.
- (5) Each Restricted Stock Unit (RSU) represents a right to receive one share of the Issuers common shares without payment of specific consideration.
- (6) This grant of Restricted Stock Units (RSUs) vest as follows: 25% of the RSUs will vest upon the one-year anniversary of the grant date and an additional 7.5% of the RSUs vest each three months thereafter until 100% of the RSU grant is vested.
- (7) Not applicable.

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.