

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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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 *
 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
 (City) (State) (Zip)

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

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	(A) or (D)	Price
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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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)
						Date Exercisable	Expiration Date	
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 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.

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

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