

Downing Maxwell J
Form 4
September 04, 2018

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 *
Downing Maxwell J

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)
08/31/2018

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

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 Ownership (Instr. 4)
			Code	V	Amount (A) or (D) Price		
Common Stock	08/31/2018		M		10,496 A \$ 5.4	36,367	D
Common Stock	08/31/2018		M		21,897 A \$ 7.54	58,264	D
Common Stock	08/31/2018		M		26,247 A \$ 5.85	84,511	D
Common Stock	08/31/2018		M		23,561 A \$ 5.88	108,072	D
Common Stock	08/31/2018		M		17,121 A \$ 5.73	125,193	D

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Common Stock	08/31/2018		S	99,322	D	\$ 8.1282 <u>(1)</u>	25,871	D
Common Stock	08/31/2018		S	19,538	D	\$ 8.1305 <u>(1)</u>	6,333	D

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 Underlying Security (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title
Non-Qualified Stock Option (right to buy)	\$ 5.4	08/31/2018		M	10,496	06/25/2013 ⁽²⁾ 03/25/2020	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 5.73	08/31/2018		M	17,121	01/18/2018 ⁽³⁾ 10/18/2024	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 5.85	08/31/2018		M	26,247	10/09/2015 ⁽²⁾ 07/09/2022	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 5.88	08/31/2018		M	23,561	10/19/2016 ⁽²⁾ 07/19/2023	Common Stock
Non-Qualified Stock Option (right to buy)	\$ 7.54	08/31/2018		M	21,897	06/21/2014 ⁽²⁾ 03/21/2021	Common Stock

Reporting Owners

Reporting Owner Name / Address	Relationships
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Director 10% Owner Officer Other

Downing Maxwell J
111 SW 5TH AVE., 7TH FL.
PORTLAND, OR 97204

CFO

Signatures

By: Byron W. Milstead, Attorney, in-Fact For: Maxwell J.
Downing

09/04/2018

__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) The price indicated is the weighted average sale price for the shares sold. The individual sale prices for the shares indicated range from \$8.10 to \$8.15.
- (2) This option to purchase shares of common stock becomes exercisable over a four year period where in 1/16th (6.25%) of the total shares granted vest on each quarterly anniversary of the grant date.
- (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.

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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