

CIRRUS LOGIC INC  
Form 8-K  
July 29, 2011

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UNITED STATES  
SECURITIES AND EXCHANGE COMMISSION  
WASHINGTON, D.C. 20549

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of the Securities Exchange Act of 1934

Date of Report (Date of Earliest Event Reported):

July 29, 2011

**Cirrus Logic, Inc.**

(Exact name of registrant as specified in its charter)

Delaware

0-17795

77-0024818

(State or other jurisdiction  
of incorporation)

(Commission  
File Number)

(I.R.S. Employer  
Identification No.)

2901 Via Fortuna, Austin, Texas

78746

(Address of principal executive offices)

(Zip Code)

Registrant's telephone number, including area code:

512-851-4000

Not Applicable

Former name or former address, if changed since last report

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

**Top of the Form****Item 5.07 Submission of Matters to a Vote of Security Holders.**

The Annual Meeting of Stockholders of Cirrus Logic, Inc. (the Company) was held on July 28, 2011. At the Annual Meeting, the Company's stockholders voted on the following proposals described in detail in the Company's Proxy Statement, dated June 2, 2011.

**Proposal One:** Election of Directors

<b>Name</b>	<b>Votes For</b>	<b>Votes Withheld</b>	<b>Broker Non-Votes</b>
<b>Michael L. Hackworth</b>	36,254,298	1,157,510	20,046,201
<b>John C. Carter</b>	27,255,628	156,180	20,046,201
<b>Timothy R. Dehne</b>	37,251,034	160,774	20,046,201
<b>Jason P. Rhode</b>	36,366,560	1,045,248	20,046,201
<b>Alan R. Schuele</b>	37,227,825	183,983	20,046,201
<b>William D. Sherman</b>	37,247,368	164,440	20,046,201
<b>Robert H. Smith</b>	36,104,888	1,306,920	20,046,201
<b>Susan Wang</b>	36,734,734	677,074	20,046,201

**Proposal Two:** Ratification of Appointment of Independent Registered Public Accounting Firm for Fiscal Year Ending March 31, 2012.

<b>Votes For</b>	<b>Votes Against</b>	<b>Votes Abstained</b>	<b>Broker Non-Votes</b>
<b>55,897,730</b>	1,460,720	99,559	0

**Proposal Three:** Approval, by non-binding vote, of the compensation of the Company's Named Executive Officers as described in the proxy statement.

<b>Votes For</b>	<b>Votes Against</b>	<b>Votes Abstained</b>	<b>Broker Non-Votes</b>
<b>35,006,356</b>	433,524	1,971,928	20,046,201

**Proposal Four:** Recommendation, by non-binding vote, on the frequency of future shareholder advisory votes on the compensation of the Company's Named Executive Officers.

<b>1 Year</b>	<b>2 Years</b>	<b>3 Years</b>	<b>Abstentions</b>	<b>Broker Non-Votes</b>
<b>22,453,402</b>	288,377	12,695,735	1,974,294	20,046,201

A majority of the shares cast were in favor of holding an annual non-binding, advisory vote regarding Named Executive Officer compensation. Based on the result of this vote, our Board of Directors has decided to hold future stockholder advisory votes on Named Executive Officer compensation on an annual basis.

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**SIGNATURES**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Cirrus Logic, Inc.

*July 29, 2011*

By: *Gregory S. Thomas*

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*Name: Gregory S. Thomas*

*Title: General Counsel*