# **UNITED STATES** SECURITIES AND EXCHANGE COMMISSION

Washington, DC 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) **December 4, 2014** 

# **Lattice Semiconductor Corporation**

(Exact name of registrant as specified in its charter)

**Delaware** 

incorporation)

000-18032 (State or other jurisdiction of (Commission File Number)

93-0835214 (IRS Employer

Identification No.)

5555 N. E. Moore Court Hillsboro, Oregon 97124-6421 (Address of principal executive offices, including zip code)

(503) 268-8000

(Registrant's telephone number, including area code)

(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 (see General Instruction A.2. below):

[] 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))

# Item 5.02. Departure of Directors or Principal Officers; Election of Directors; Appointment of Principal Officers; Compensatory Arrangements of Certain Officers.

On December 4, 2014, the Board of Directors (the "Board") of Lattice Semiconductor Corporation (the "Company") acted to enlarge the Board of Directors from seven to eight members and appointed D. Jeffery Richardson to the Board effective December 4, 2014. A copy of the press release is furnished as Exhibit 99.1 to this Current Report on Form 8-K. Mr. Richardson will also serve as a member of the Audit Committee.

In connection with Mr. Richardson's service as a director, he will be entitled to the Company's customary compensatory arrangement for outside directors, including an annual retainer of \$40,000 for Board service and an annual retainer of \$10,000 for service on the Audit Committee. In addition, on the date of appointment, Mr. Richardson was granted options to purchase the Company's common stock valued at \$150,000 pursuant to the terms of the Company's 2011 Non-Employee Director Equity Incentive Plan, with 33 1/3% of the option vesting on the first anniversary of the date of grant and an additional 33 1/3% of the option vesting each anniversary thereafter, subject to his continued service to the Company. In addition, as a non-employee Director Equity Incentive Plan on the day after each of the Company's annual meeting of stockholders. Mr. Richardson will receive the first award of restricted stock on the day after the Company's next annual meeting of stockholders with a value based on a prorated portion of the \$105,000 standard annual award adjusted as appropriate to reflect the fact that he was appointed subsequent to the previous annual meeting of stockholders. The restricted stock grants vest on the first year anniversary of the date of grant.

#### Item 9.01. Financial Statements and Exhibits.

(d) Exhibits

The following exhibit is being furnished herewith:

#### Exhibit No. Description

99.1 Press Release dated December 9, 2014 (furnished herewith).

#### 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.

## LATTICE SEMICONDUCTOR CORPORATION

By: /s/ Byron W. Milstead

Byron W. Milstead Corporate Vice President and General Counsel

Date: December 9, 2014

#### EXHIBIT INDEX

Exhibit No.Description99.1Press Release dated December 9, 2014 (furnished herewith)



# **News Release**

### FOR MORE INFORMATION CONTACT:

David Pasquale Global IR Partners 914-337-8801 Iscc@globalirpartners.com

## LATTICE SEMICONDUCTOR ANNOUNCES APPOINTMENT OF JEFF RICHARDSON TO BOARD OF DIRECTORS

**HILLSBORO, OR - December 9, 2014** - Lattice Semiconductor Corporation (NASDAQ: LSCC) today announced that its Board of Directors has appointed Jeff Richardson to the Company's Board of Directors and Audit Committee. Mr. Richardson brings to the Board more than twenty-seven years' experience in the semiconductor industry.

Mr. Richardson joined LSI Corporation in 2005 and most recently served as Executive Vice President and Chief Operating Officer until the company's acquisition by Avago Technologies in May 2014. He earlier served as executive vice president of various LSI divisions, including the Semiconductor Solutions Group, Networking and Storage Products Group, Custom Solutions Group and Corporate Planning and Strategy. Before joining LSI, Mr. Richardson held various management positions at Intel Corporation, including Vice President and General Manager of Intel's Server Platforms Group, and the company's Enterprise Platforms and Services Division. Mr. Richardson's career also includes serving in technical roles at Altera Corporation; Chips and Technologies; and Amdahl Corporation.

"Mr. Richardson is an excellent addition to our Board of Directors. He is a seasoned semiconductor industry executive with experience successfully building, acquiring, and transforming very complex and large businesses. We look forward to his informed perspective and contributions as Lattice Semiconductor continues to make impressive strides in the markets it serves," stated Patrick Jones, Lattice's Chairman of the Board.

Mr. Richardson, 49 years old, presently serves as a Director of Ambarella Corporation (NASDAQ: AMBA), a leading developer of low-power, high-definition and Ultra HD video compression and image processing solutions. From 2011 until 2013, Mr. Richardson served on the Board of Directors of Volterra Corporation. He received a Bachelor of Science Degree in Electrical Engineering from the University of Colorado, Boulder.

## About Lattice Semiconductor

Lattice Semiconductor (NASDAQ: LSCC) is the leader in low power, small form factor, low cost, customizable solutions for a quickly changing connected world. From making smart consumer devices smarter, to enabling intelligent industrial automation, or connecting anything to everything in communications, electronics manufacturers around the world use Lattice's solutions for fast time to market, product innovation, and competitive differentiation. For more information, visit <u>www.latticesemi.com</u>. You can also follow us via <u>LinkedIn</u>, <u>Twitter</u>, <u>Facebook</u> or <u>RSS</u>.

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