SEC Form 4

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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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Addres Elashmawi E	ss of Reporting Perso Sam	n*	2. Issuer Name and Ticker or Trading Symbol LATTICE SEMICONDUCTOR CORP [LSCC]		tionship of Reporting Per all applicable) Director Officer (give title	son(s) to Issuer 10% Owner Other (specify				
(Last) 5555 NE MOOR	(First) RE COURT	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 02/19/2024		below) SVP, Mktg & S	below) trategy				
,			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Filing	g (Check Applicable				
(Street)	0.0	07104		X	Form filed by One Rep	orting Person				
HILLSBORO	OR	97124			Form filed by More than One Reporting Person					
(City)	(State)	(Zip)	Rule 10b5-1(c) Transaction Indication	,						
			Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.							

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. Transa Code (8)		4. Securities A Disposed Of (5. Amount of Securities Beneficially Owned Following Reported	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership	
			Code V Amount (A) or Price Transa		Transaction(s) (Instr. 3 and 4)		(Instr. 4)				
Common Stock	02/19/2024		A		25,086 ⁽¹⁾	A	\$0 ⁽²⁾	235,753	D		
Common Stock	02/19/2024		F ⁽³⁾		12,714	D	\$73.24	223,039	D		
Common Stock	02/19/2024		М		784	A	\$0 ⁽²⁾	223,823	D		
Common Stock	02/19/2024		F ⁽³⁾		398	D	\$73.24	223,425	D		

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

	(3-,,,,,														
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. Transa Code (8)		of		6. Date Exerc Expiration Da (Month/Day/Y	ate	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Restricted Stock Unit (RSU)	\$0 ⁽⁴⁾	02/19/2024		М			784	(5)	(6)	Common Stock	784	\$ <mark>0</mark>	39,178	D	

Explanation of Responses:

1. Represents shares issued upon achievement of the performance criteria of performance based restricted stock units (PRSUs) granted to the Reporting Person on February 19, 2021. These PRSUs vested on February 19, 2024.

2. Restricted Stock Units (RSUs) - no purchase price for this transaction.

3. These shares were retained by the Issuer in order to meet the tax withholding obligations of the Reporting Person in connection with the vesting of an installment of the restricted stock units. The amount retained by the Issuer was not in excess of the amount of the tax liability.

4. Each Restricted Stock Unit (RSU) represents a right to receive one share of the Issuer's common stock without payment of specific consideration.

5. Grants of Restricted Stock Units (RSUs) vest as follows: 25% of the RSUs will vest on the first anniversary of the date of grant, and an additional 6.25% of the RSUs shall vest at the end of each three month period thereafter.

6. Not applicable.

/s/ Tracy Feanny, Attorney in Fact For: Esam Elashmawi

02/21/2024

** Signature of Reporting Person

Date

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

 * 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.