

[] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. *See* Instruction 1(b).

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

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## STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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 Address of Reporting Person *												5. Relationship of Reporting Person(s) to Issuer				
, ,												(Check all app	(Check all applicable)			
THOMAS SC	COTT			<b>C</b> ]	IRR	US L	OGIC, I	NC	. [ CF	RUS ]						
(Last) (First) (Middle)				3.	3. Date of Earliest Transaction (MM/DD/YYYY)							Director	Director 10% Owner			
(East)	(1 1131)	(Wilda	ic)										_X_ Officer (give title below) Other (specify below)			
800 WEST 61	TH STRE	FT			11/6/2022							Sr VP, General Counsel &				
000 11 1251 01	(Street			1								6. Individual or Joint/Group Filing (Check Applicable Line)				
	(3.22)	-)		7.	пап	iciidiiic	iii, Daic O	ngm	ai i iic	u (MIM/D	D/1111)	o. marviduar c	n joniu G	roup rining	(Спеск Аррі	iicabie Lilie)
AUSTIN, TX	78701											X Form filed by	v One Repor	ting Person		
(Cit		e) (Zip)											Form filed by More than One Reporting Person			
(41)	)) (====	·) (		i												
		Т	able I -	Non-Dei	ivati	ve Seci	urities Acc	mire	ed. Dis	nosed o	f. or Be	neficially Owne	d			
1.Title of Security				Frans. Date		Deemed	3. Trans. Co	_		rities Acqu		5. Amount of Securit		ally Owned	6.	7. Nature
(Instr. 3)			2	runs. Dute	Execution		(Instr. 8)		or Disposed of (D)		Following Reported Transaction(s)			Ownership	of Indirect	
					Date, if any			(Instr. 3		3, 4 and 5)		(Instr. 3 and 4)		Beneficial Ownership		
															or Indirect	(Instr. 4)
							Code	V	Amount	(A) or (D)	Price				(I) (Instr. 4)	
Common Stock			1	1/6/2022			M		942 (1)	- ' '	\$0		18181		D	
Common Stock (2)			1	1/6/2022			F		371	D	\$68.56		17810		D	
Common Stock			1	1/6/2022	2		M		3800	A	\$0	21610		D		
Common Stock (2) 11/6/202				1/6/2022	22				1056	D	\$68.56	20554			D	
									•							
	Table	e II - Deriv	ative Se	ecurities	Bene	ficially	Owned (	e.g.,	puts, c	alls, wa	rrants,	options, conver	tible secu	rities)		
Title of Derivate	2.	3. Trans.	3A. Deen	ned 4. Tran	S.	5. Num	ber of	6. Da	ate Exerc	isable	7. Title a	nd Amount of	8. Price of	9. Number of	10.	11. Nature
Security Conversion Date Execution Date, if any				9)	Derivat	ive es Acquired	Expiratio			s Underlying	Derivative Security	derivative Securities Beneficially	Ownership Form of	of Indirect Beneficial		
(IIISU. 3)	Price of		Date, II al	ily (Ilisti. a			Disposed of						Derivative Security (Instr. 3 and 4)			Ownership
Derivative				(D)	, 4 and 5)	·				Owned Following			Security: Direct (D)	(Instr. 4)		
	Security					(IIISU. 3	, 4 and 3)					Amount or		Reported	or Indirect	
								Date	cisable I	Expiration	Title	Number of		Transaction(s)	(I) (Instr. 4)	
				Code	: V	(A)	(D)	LACI	CISAUIC I	Jaic		Shares		(Instr. 4)	4)	
Performance Shares	(3)	11/6/2022		M			3040	11/6	/2022	<u>(3)</u>	Commo Stock		\$0	4878	D	
Restricted Stock	<u>(4)</u>	11/6/2022		М		1	3800		/2022	<u>(5)</u>	Commo	on 3800.0	\$0	6684	D	

## **Explanation of Responses:**

- (1) The number of performance based RSUs (PBRSUs) that vested was determined based on pre-established performance metrics over a three-year period beginning November 6, 2019 and ending November 6, 2022. A total shareholder return (TSR) measurement was made relative to the component companies of the Philadelphia Semiconductor Index, which determined a payout percentage ranging between 0-200%. The payout percentage was then multiplied by a target number of PBRSUs. Mr. Thomas's target number of PBRSUs was 3,040, and Cirrus Logic's TSR for the three-year period resulted in a 31% payout percentage. Therefore, 942 shares of common stock vested.
- (2) No shares were sold; these shares were withheld to satisfy tax withholding requirements.
- (3) Each Performance-based RSU (PBRSU) represented the right to receive, following vesting, up to 200% of one share of Cirrus Logic, Inc. common stock. The resulting number of shares of common stock acquired upon vesting of the PBRSUs is contingent upon the achievement of pre-established performance metrics, as approved by the Company's Compensation and Human Resources Committee, over a three-year performance period beginning on November 6, 2019, and ending on November 6, 2022. The number of shares reported here represents the target amount. On November 6, 2022, 31% of the target amount vested, and the Company withheld sufficient shares for payment of required tax obligations.
- (4) Each restricted stock unit was the economic equivalent of one share of common stock. The restricted stock unit vested on November 6, 2022, and the Company withheld sufficient shares for payment of required tax withholdings.
- **(5)** Expiration Date of 11/06/22.

**Reporting Owners** 

Panarting Owner Name / Address	Relationships						
Reporting Owner Name / Address	Director	10% Owner	Officer	Other			
THOMAS SCOTT							

800 WEST 6TH STREET AUSTIN, TX 78701	Sr VP, General Counsel &	

**Signatures** 

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.

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