

LSI CORP  
Form 4  
May 08, 2014

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
Estimated average burden hours per response... 0.5

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 \*  
RANKIN JEAN F

(Last) (First) (Middle)  
C/O LSI CORPORATION, 1320  
RIDDER PARK DRIVE  
(Street)

SAN JOSE, CA 95131

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
LSI CORP [LSI]

3. Date of Earliest Transaction  
(Month/Day/Year)  
05/06/2014

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
EVP

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting Person

**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: Indirect Beneficial Ownership (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|--|
| Common Stock                    | 05/06/2014                           |  | D                              | 297,940   | \$ 11.15  | 0  | D  |

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

**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 control number.**

SEC 1474 (9-02)

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

Edgar Filing: LSI CORP - Form 4

| 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 Amount of Underlying Security (Instr. 3 and 4) |                 |              |         |
|--|--|--------------------------------------|--|--------------------------------|---|--|---------|---|-----------------|--------------|---------|
|  |  |                                      |  | Code                           | V   | (A)  | (D)     | Date Exercisable  | Expiration Date | Title        | Amount  |
| Restricted Stock Units                     | <u>(1)</u>   | 05/06/2014                           |  | <u>A</u> <sup>(2)</sup>        |   | 36,635   |         | 04/01/2015  | 04/01/2015      | Common Stock | 36,635  |
| Restricted Stock Units                     | <u>(1)</u>   | 05/06/2014                           |  | D                              |   |  | 36,635  | 04/01/2015  | 04/01/2015      | Common Stock | 36,635  |
| Restricted Stock Units                     | <u>(1)</u>   | 05/06/2014                           |  | <u>A</u> <sup>(2)</sup>        |   | 56,603   |         | 04/01/2016  | 04/01/2016      | Common Stock | 56,603  |
| Restricted Stock Units                     | <u>(1)</u>   | 05/06/2014                           |  | D                              |   |  | 56,603  | 04/01/2016  | 04/01/2016      | Common Stock | 56,603  |
| Restricted Stock Units                     | <u>(1)</u>   | 05/06/2014                           |  | <u>A</u> <sup>(2)</sup>        |   | 47,339   |         | 04/01/2017  | 04/01/2017      | Common Stock | 47,339  |
| Restricted Stock Units                     | <u>(1)</u>   | 05/06/2014                           |  | D                              |   |  | 47,339  | 04/01/2017  | 04/01/2017      | Common Stock | 47,339  |
| Restricted Stock Units                     | <u>(1)</u>   | 05/06/2014                           |  | D                              |   |  | 5,788   | 03/01/2015  | 03/01/2015      | Common Stock | 5,788   |
| Restricted Stock Units                     | <u>(1)</u>   | 05/06/2014                           |  | D                              |   |  | 18,318  | <u>(5)</u>  | 03/01/2016      | Common Stock | 18,318  |
| Restricted Stock Units                     | <u>(1)</u>   | 05/06/2014                           |  | D                              |   |  | 35,377  | <u>(6)</u>  | 03/01/2017      | Common Stock | 35,377  |
| Restricted Stock Units                     | <u>(1)</u>   | 05/06/2014                           |  | D                              |   |  | 40,577  | <u>(7)</u>  | 03/01/2018      | Common Stock | 40,577  |
| Employee Stock Option (right to buy)       | \$ 5.04  | 05/06/2014                           |  | D                              |   |  | 175,000 | <u>(9)</u>  | 03/01/2015      | Common Stock | 175,000 |
| Employee Stock                             | \$ 2.9   | 05/06/2014                           |  | D                              |   |  | 235,000 | <u>(11)</u>   | 03/01/2016      | Common Stock | 235,000 |

Option  
(right to  
buy)

Employee  
Stock

|                             |         |            |   |         |             |            |                 |   |
|-----------------------------|---------|------------|---|---------|-------------|------------|-----------------|---|
| Option<br>(right to<br>buy) | \$ 5.51 | 05/06/2014 | D | 250,000 | <u>(12)</u> | 03/01/2017 | Common<br>Stock | 2 |
|-----------------------------|---------|------------|---|---------|-------------|------------|-----------------|---|

Employee  
Stock

|                             |         |            |   |         |             |            |                 |   |
|-----------------------------|---------|------------|---|---------|-------------|------------|-----------------|---|
| Option<br>(right to<br>buy) | \$ 6.18 | 05/06/2014 | D | 231,500 | <u>(13)</u> | 03/01/2018 | Common<br>Stock | 2 |
|-----------------------------|---------|------------|---|---------|-------------|------------|-----------------|---|

Employee  
Stock

|                             |         |            |   |         |             |            |                 |   |
|-----------------------------|---------|------------|---|---------|-------------|------------|-----------------|---|
| Option<br>(right to<br>buy) | \$ 8.53 | 05/06/2014 | D | 215,242 | <u>(14)</u> | 03/01/2019 | Common<br>Stock | 2 |
|-----------------------------|---------|------------|---|---------|-------------|------------|-----------------|---|

Employee  
Stock

|                             |         |            |   |         |             |            |                 |   |
|-----------------------------|---------|------------|---|---------|-------------|------------|-----------------|---|
| Option<br>(right to<br>buy) | \$ 6.89 | 05/06/2014 | D | 248,502 | <u>(15)</u> | 03/01/2020 | Common<br>Stock | 2 |
|-----------------------------|---------|------------|---|---------|-------------|------------|-----------------|---|

Employee  
Stock

|                             |          |            |   |         |             |            |                 |   |
|-----------------------------|----------|------------|---|---------|-------------|------------|-----------------|---|
| Option<br>(right to<br>buy) | \$ 11.09 | 05/06/2014 | D | 179,732 | <u>(16)</u> | 03/01/2021 | Common<br>Stock | 1 |
|-----------------------------|----------|------------|---|---------|-------------|------------|-----------------|---|

## Reporting Owners

**Reporting Owner Name / Address**

**Relationships**

Director   10% Owner   Officer   Other

RANKIN JEAN F  
C/O LSI CORPORATION  
1320 RIDDER PARK DRIVE  
SAN JOSE, CA 95131

EVP

## Signatures

Susan Solner Janjigian, by power of  
attorney

05/08/2014

\*\*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) Each restricted stock unit represents a contingent right to receive one share of LSI common stock.
  - (2) As a result of the merger between LSI and a subsidiary of Avago Technologies Limited, a previously awarded performance-based restricted stock unit award became a time-based restricted stock unit award for the number of restricted stock units shown.
  - (3) These restricted stock units were canceled in connection with the merger of LSI and a subsidiary of Avago Technologies Limited in exchange for a cash payment of \$11.15 per restricted stock unit.
  - (4) These restricted stock units were converted into 8,382 Avago restricted stock units in connection with the merger between LSI and a subsidiary of Avago Technologies Limited.
  - (5) These restricted stock units vest at the rate of 50% per year, beginning March 1, 2015.
  - (6) These restricted stock units vest at the rate of 1/3 per year, beginning March 1, 2015.
  - (7) These restricted stock units vest at the rate of 25% per year, beginning March 1, 2015.
  - (8) These restricted stock units were converted into 7,185 Avago restricted stock units in connection with the merger between LSI and a subsidiary of Avago Technologies Limited.
  - (9) This option becomes exercisable at the rate of 25% per year, beginning March 1, 2009.
  - (10) This option was canceled in connection with the merger of LSI and a subsidiary of Avago Technologies Limited in exchange for a cash payment per share equal to the difference between \$11.15 and the exercise price of the option.
  - (11) This option becomes exercisable at the rate of 25% per year, beginning March 1, 2010.
  - (12) This option becomes exercisable at the rate of 25% per year, beginning March 1, 2011.
  - (13) This option becomes exercisable at the rate of 25% per year, beginning March 1, 2012.
  - (14) This option becomes exercisable at the rate of 25% per year, beginning March 1, 2013.
  - (15) This option becomes exercisable at the rate of 25% per year, beginning March 1, 2014.
  - (16) This option becomes exercisable at the rate of 25% per year, beginning March 1, 2015.
  - (17) As a result of the merger between LSI and a subsidiary of Avago Technologies Limited, this stock option was converted into a stock option to purchase 31,825 ordinary shares of Avago Technologies Limited at a price of \$62.63 per share.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.