
**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): December 14, 2017

CYPRESS SEMICONDUCTOR CORPORATION
(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction
of incorporation)

1-10079
(Commission
File Number)

94-2885898
(I.R.S. Employer
Identification No.)

198 Champion Court
San Jose, California 95134
(Address of principal executive offices and zip code)

(408) 943-2600
(Registrant's telephone number, including area code)

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))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company ☐

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act. ☐

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

On December 14, 2017, the Board of Directors (the “Board”) of Cypress Semiconductor Corporation (the “Company”) appointed Jeannine P. Sargent as a new member of the Board. Ms. Sargent was most recently at FLEX, a leading contract design, engineering and manufacturing company, as President of Innovation and New Ventures and brings to the Company 30 years of experience in a variety of marketing, engineering and operating leadership roles. The appointment was effective December 18, 2017. The Board also appointed Ms. Sargent to serve on the Compensation Committee of the Board. Ms. Sargent will stand for reelection at the Company’s next annual meeting of stockholders (currently scheduled for May 2018).

In accordance with the Company’s non-employee director compensation policy, Ms. Sargent received: (a) an initial equity grant of restricted stock units (with a value of approximately \$200,000), which vests in three equal annual installments, with the first tranche vesting on December 18, 2018, and (b) a pro-rated annual equity grant of restricted stock units (with a value of approximately \$83,333), which vests in full on the day before the Company’s next annual meeting of stockholders (currently scheduled for May 2018).

A copy of the Company’s press release announcing the appointment of Ms. Sargent is attached hereto as Exhibit 99.1 and is incorporated herein by reference.

Item 9.01 Financial Statements and Exhibits.

(d) Exhibits

Exhibit No.	Description
99.1	Press Release, dated December 18, 2017.

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.

Date: December 18, 2017

CYPRESS SEMICONDUCTOR CORPORATION

By: /s/ Thad Trent

Thad Trent

Executive Vice President, Finance and Administration
and Chief Financial Officer

EXHIBIT INDEX

Exhibit No.	Description
99.1	Press Release, dated December 18, 2017.

Contacts:
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samer.bahou@cypress.com

For Immediate Release

Cypress Appoints Jeannine Sargent to Board of Directors

*Move Adds Expertise in System Solutions, Strategy and Innovation to
Further Support Management's Execution of Cypress 3.0 Strategy*

SAN JOSE, Calif., December 18, 2017 - Cypress Semiconductor Corp. (Nasdaq: CY) today announced the appointment of Jeannine Sargent to its board of directors. Sargent brings 30 years of experience encompassing leadership, operations, marketing and engineering roles within a diverse mix of high tech component and systems companies across multiple industries. As part of her responsibilities on Cypress' board, she will serve on the company's Compensation Committee.

In her most recent role as President of Innovation and New Ventures at Flex, a leading contract design, engineering and manufacturing company, Sargent led the fastest growing and highest margin design-enabled business, which was at the core of Flex's long-term strategic growth plan. Prior to this, she served as president of Flex's Energy business, which she helped build into a global multi-billion-dollar industry leader focusing on renewable energy, smart grid and solid-state lighting technologies, products and services. In her career, Sargent has served as CEO at both Oerlikon Solar, a thin-film silicon solar photovoltaic (PV) module manufacturer, and Voyan Technology, an embedded systems software provider to the communications and semiconductor industries. She currently serves on several investment and advisory boards and is on the board of trustees at Northeastern University.

"Jeannine Sargent is another excellent addition to Cypress' board," said Steve Albrecht, Cypress' chairman. "She strengthens our team with the depth of her experience in growing innovative and profitable systems businesses at the forefront of emerging, high tech industries. I'm excited for her valuable contributions toward supporting the management team as they continue executing our strategy to become the leading embedded system solutions supplier in high-growth segments including Automotive, Industrial and applications across the IoT."

Sargent holds a B.S. in chemical engineering from Northeastern University and certificates from the executive development programs at the MIT Sloan School of Management, Harvard University and Stanford University.

About Cypress

Cypress is the leader in advanced embedded system solutions for the world's most innovative automotive, industrial, smart home appliances, consumer electronics and medical products. Cypress' microcontrollers, analog ICs, wireless and USB-based connectivity solutions and reliable, high-performance memories help engineers design differentiated products and get them to market first. Cypress is committed to providing customers with the best support and development resources on the planet enabling them to disrupt markets by creating new product categories in record time. To learn more, go to www.cypress.com.

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