

QUICKLOGIC CORPORATION

Form 4

December 22, 2015

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
SAXE TIMOTHY

2. Issuer Name **and** Ticker or Trading
Symbol
QUICKLOGIC CORPORATION
[QUIK]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
1277 ORLEANS DRIVE
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
12/18/2015

____ Director ____ 10% Owner
☒ Officer (give title below) ____ Other (specify below)
Sr, VP and CTO

SUNNYVALE, CA 94089-1138

(City) (State) (Zip)

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

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 Indirect Beneficial Ownership (Instr. 4)
Common Stock	12/18/2015		M ⁽¹⁾	1,350 A \$ 0	54,575 ⁽⁵⁾	D	
Common Stock	12/18/2015		F ⁽²⁾	496 D \$ 1.21	54,079	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
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(9-02)

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

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 Securities (Instr. 3 and 4)
Restricted Stock Units ⁽³⁾	\$ 0	12/18/2015		M	1,350	12/18/2015 ⁽⁴⁾	Common Stock 1,350

Reporting Owners

Reporting Owner Name / Address	Relationships
SAXE TIMOTHY 1277 ORLEANS DRIVE SUNNYVALE, CA 94089-1138	Director 10% Owner Officer Other Sr, VP and CTO

Signatures

/s/ Patricia Hart by Power of Attorney
12/22/2015
**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) Vesting of Restricted Stock Units (RSUs) granted to the Reporting Person on December 18, 2014.

(2) Exempt transaction pursuant to Section 16b3(e) payment of exercise price or tax liability by delivering or withholding securities incident to the receipt, exercise or vesting of a security issued in accordance with Rule 16b3. All of the shares reported as disposed of on this line were relinquished by the Reporting Person and cancelled by the Issuer in exchange for the Issuer's agreement to pay federal and state tax withholding obligations of the Reporting Person resulting from the vesting of the RSUs.

(3) Each RSU represents a contingent right to receive one share of the Issuer's common stock.

(4) Represents 25% of the RSUs which vest one year from the grant date. The balance of the shares vest 12.5% every six months beginning on June 18, 2016. Shares of the Issuers common stock will be delivered to the Reporting Person upon vesting.

(5) Includes 1,350 shares of common stock acquired through the Issuer's employee stock purchase plan on May 15, 2015.

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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