

LSI LOGIC CORP

Form 4/A

August 08, 2005

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

OMB APPROVAL

OMB Number: 3235-0287

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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 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 \*  
TALWALKAR ABHIJIT Y

(Last) (First) (Middle)

C/O LSI LOGIC  
CORPORATION, 1621 BARBER  
LANE

(Street)

MILPITAS, CA 95035

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol

LSI LOGIC CORP [NYSE:LSI]

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

06/01/2005

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

06/06/2005

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner  
☒ Officer (give title below) ☐ Other (specify below)

President &amp; Chief Exec. Officer

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<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3. Transaction<br>Code<br>(Instr. 8) | 4. Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|----------------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             |                                      | (A)<br>or<br>(D)                                                           |                                                                                                                    |                                                                      |                                                                   |
|                                       |                                         |                                                             | Code                                 | V                                                                          | Amount                                                                                                             |                                                                      | Price                                                             |

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

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SEC 1474  
(9-02)

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

| 1. Title of<br>Derivative | 2. Conversion | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if | 4. Transaction | 5. Number of<br>Derivative | 6. Date Exercisable and<br>Expiration Date | 7. Title and Amount<br>Underlying Security |
|---------------------------|---------------|-----------------------------------------|----------------------------------|----------------|----------------------------|--------------------------------------------|--------------------------------------------|
|---------------------------|---------------|-----------------------------------------|----------------------------------|----------------|----------------------------|--------------------------------------------|--------------------------------------------|

## Edgar Filing: LSI LOGIC CORP - Form 4/A

| Security<br>(Instr. 3)                           | or Exercise<br>Price of<br>Derivative<br>Security | any<br>(Month/Day/Year)   | Code<br>(Instr. 8) | Securities<br>Acquired (A) or<br>Disposed of (D)<br>(Instr. 3, 4, and 5) | (Month/Day/Year) |     | (Instr. 3 and 4)    |                           |                 |                  |
|--------------------------------------------------|---------------------------------------------------|---------------------------|--------------------|--------------------------------------------------------------------------|------------------|-----|---------------------|---------------------------|-----------------|------------------|
|                                                  |                                                   |                           | Code               | V                                                                        | (A)              | (D) | Date<br>Exercisable | Expiration Date           | Title           | Am<br>Nun<br>Sha |
| Employee<br>Stock<br>Option<br>(right to<br>buy) | \$ 7.38 <sup>(2)</sup>                            | 06/01/2005 <sup>(2)</sup> | A                  |                                                                          | 2,000,000        |     | <sup>(1)</sup>      | 06/01/2012 <sup>(2)</sup> | Common<br>Stock | 2,0              |

## Reporting Owners

| Reporting Owner Name / Address                                                             | Relationships |           |                                |       |
|--------------------------------------------------------------------------------------------|---------------|-----------|--------------------------------|-------|
|                                                                                            | Director      | 10% Owner | Officer                        | Other |
| TALWALKAR ABHIJIT Y<br>C/O LSI LOGIC CORPORATION<br>1621 BARBER LANE<br>MILPITAS, CA 95035 | X             |           | President & Chief Exec.Officer |       |

## Signatures

Susan Solner Janjigian, by power of attorney 08/08/2005

          \*\*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).

The option vests 1/3 per year on the issuer's satisfaction of certain performance criteria for each of the fiscal years ending December 31,

- (1) 2006, 2007, 2008, 2009 and/or 2010, until such time as all shares have vested. To the extent the performance criteria has not been met, this option shall vest in full six years after the date of grant.

- (2) Amendment to correct option grant date, exercise price, and expiration date

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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