Edgar Filing: BECKER GREGORY W - Form 4

BECKER G Form 4	REGORY W							
April 29, 20	11							
FORM	14_{UNITED}	STATES SECI	RITIES	AND EXCHANGE	COMMISSION	r	PPROVAL	
Check th			ashington	OMB Number:	3235-0287 January 31,			
if no lon subject t Section Form 4 o Form 5	6. 16. 51 Filed put	STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,						
obligatic may con <i>See</i> Instr 1(b).	tinue. Section 17(uction		•	lding Company Act t Company Act of 1		n		
(Print or Type	Responses)							
1. Name and A BECKER (Symbo	l	d Ticker or Trading	5. Relationship of Reporting Person(s) to Issuer				
(Last)	(First) (of Earliest T		(Check all applicable)			
3005 TASN		/Day/Year)		X Director 10% Owner X Officer (give title Other (specify below) below) Pres & CEO				
	(Street)		nendment, D Ionth/Day/Yea	-	6. Individual or Joint/Group Filing(Check Applicable Line) _X_Form filed by One Reporting Person			
SANTA CI	LARA, CA 95054	Ļ			Person	Nore than One R	eporting	
(City)	(State)	(Zip) Ta	ble I - Non-	Derivative Securities A	Acquired, Disposed o	f, or Beneficia	lly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	Code (Instr. 8)	4. Securities onAcquired (A) or Disposed of (D) (Instr. 3, 4 and 5) (A) or Amount (D) Price	SecuritiesHBeneficially(Owned(5. Ownership Form: Direct D) or Indirect I) Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Reminder: Re	port on a separate line	e for each class of se	curities bene	ficially owned directly	or indirectly			
Kenninder, Kej				Persons who res information cont required to resp	spond to the collect tained in this form ond unless the form ntly valid OMB cor	are not m	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	2.	3. Transaction Date	3A. Deemed	4.	5. Number of	6. Date Exercisable and	7. Title and Amount of
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	Transacti	orDerivative	Expiration Date	Underlying Securities
Security	or Exercise		any	Code	Securities	(Month/Day/Year)	(Instr. 3 and 4)

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(Instr. 3)	Price of Derivative Security		(Month/Day/Year)	(Instr.	8)	Acquired or Dispos (D) (Instr. 3, 4 and 5)	ed of				
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Restricted Stock Unit	\$ 0	04/27/2011		J <u>(1)</u>		13,500		12/20/2013	12/20/2013	Common Stock	13,500
Restricted Stock Units	\$ 0	04/27/2011		J <u>(3)</u>		5,000		04/27/2012	04/27/2015	Common Stock	5,000
Restricted Stock Unit	\$ 0	04/27/2011		J <u>(4)</u>		19,000		04/27/2015	04/27/2015	Common Stock	19,000
Stock Options	\$ 60.37	04/27/2011		J <u>(2)</u>		24,000		04/27/2012	04/27/2018	Common Stock	24,000

Reporting Owners

Reporting Owner Name / Address	Relationships								
	Director	10% Owner	Officer	Other					
BECKER GREGORY W 3005 TASMAN DRIVE SANTA CLARA, CA 95054	Х		Pres & CEO						
Signatures									
Lisa Bertolet as attorney in fact	04/	29/2011							
**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 reporting person was granted performance-based restricted stock units which are subject to performance and time-based vesting (PRSUs). The extent to which the PRSU awards are earned will be based on the Company's 2011 performance, as determined pursuant to the sole discretion of the Compensation Committee of the Board of Directors. The reported number of shares is the maximum number of

- (1) shares that may be earned by the reporting person, based on achievement of 150% of target performance. The RSUs are effective as of 4/27/2011, and the extent deemed earned at the end of the 2011 performance period, will vest on 12/20, 2013, subject to continued service.
- (2) Stock options vest 25% annually over 4 years from date of grant.
- (3) Restricted Stock Units vest 25% annually over 4 years from date of grant.
- (4) Restricted stock units cliff vest 4 years from date of grant.

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.