

QUICKLOGIC CORPORATION  
Form 4  
February 18, 2014

**FORM 4**

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

OMB APPROVAL

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**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 \*  
PEASE ANDREW J

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)

3. Date of Earliest Transaction  
(Month/Day/Year)  
02/13/2014

Director  10% Owner  
 Officer (give title below)  Other (specify below)  
President and CEO

QUICKLOGIC CORPORATION, 1277 ORLEANS DRIVE

(Street)

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

SUNNYVALE, CA 94089

(City) (State) (Zip)

**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 (Instr. 4) |
|---------------------------------|--------------------------------------|--|--------------------------------|---|---|--|-----------------------------------|
|                                 |                                      |  |                                | (A) or (D)  | Price   |  |                                   |
| Common Stock                    | 02/13/2014                           |  | M <sup>(1)</sup>               | 25,135 A  | \$ 0  | 66,266   | D                                 |
| Common Stock                    | 02/13/2014                           |  | F <sup>(2)</sup>               | 9,446 D   | \$ 4.82   | 56,820   | D                                 |
| Common Stock                    | 02/13/2014                           |  | M <sup>(5)</sup>               | 15,703 A  | \$ 2.85   | 72,523   | D                                 |
| Common Stock                    | 02/13/2014                           |  | S <sup>(5)</sup>               | 15,703 <sup>(6)</sup> D   | \$ 5 <sup>(8)</sup>   | 56,820   | D                                 |
|                                 | 02/13/2014                           |  | M <sup>(5)</sup>               | 14,913 A  | \$ 2.85   | 71,733   | D                                 |

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|              |            |                  |               |   |                     |        |   |
|--------------|------------|------------------|---------------|---|---------------------|--------|---|
| Common Stock |            |                  |               |   |                     |        |   |
| Common Stock | 02/13/2014 | S <sup>(5)</sup> | 14,913<br>(6) | D | \$ 5 (8)            | 56,820 | D |
| Common Stock | 02/13/2014 | M <sup>(5)</sup> | 11,460        | A | \$ 0.9              | 68,280 | D |
| Common Stock | 02/13/2014 | S <sup>(5)</sup> | 11,460<br>(6) | D | \$ 5 (8)            | 56,820 | D |
| Common Stock | 02/13/2014 | M <sup>(5)</sup> | 13,540        | A | \$ 0.9              | 70,360 | D |
| Common Stock | 02/13/2014 | S <sup>(5)</sup> | 13,540<br>(6) | D | \$ 5 (8)            | 56,820 | D |
| Common Stock | 02/13/2014 | M <sup>(5)</sup> | 17,522        | A | \$ 1.63             | 74,342 | D |
| Common Stock | 02/13/2014 | S <sup>(5)</sup> | 17,522<br>(6) | D | \$ 5 (8)            | 56,820 | D |
| Common Stock | 02/13/2014 | M <sup>(5)</sup> | 32,478        | A | \$ 1.63             | 89,298 | D |
| Common Stock | 02/13/2014 | S <sup>(5)</sup> | 32,478<br>(6) | D | \$ 5 (8)            | 56,820 | D |
| Common Stock | 02/13/2014 | M <sup>(5)</sup> | 29,166        | A | \$ 2.78             | 85,986 | D |
| Common Stock | 02/13/2014 | S <sup>(5)</sup> | 29,166<br>(6) | D | \$<br>5.0074<br>(7) | 56,820 | D |

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

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(9-02)

**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 Underlying Security (Instr. 3 and 4) |       |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|-------|
|  |  |                                      |  | Code                           | V (A) (D)   | Date Exercisable   | Expiration Date                                   | Title |
|  | \$ 0 (3)   | 02/13/2014                           |  | A                              | 25,135  | 02/13/2014(2)  | (4)   |       |

|                            |                     |            |                  |        |                           |                |              |
|----------------------------|---------------------|------------|------------------|--------|---------------------------|----------------|--------------|
| Restricted Stock Unit      |                     |            |                  |        |                           |                | Common Stock |
| Restricted Stock Units     | \$ 0 <sup>(3)</sup> | 02/13/2014 | M                | 25,135 | 02/13/2014 <sup>(4)</sup> | <sup>(4)</sup> | Common Stock |
| Incentive Stock Option     | \$ 2.85             | 02/13/2014 | M <sup>(5)</sup> | 15,703 | <sup>(9)</sup>            | 11/08/2016     | Common Stock |
| Non Qualified Stock Option | \$ 2.85             | 02/13/2014 | M <sup>(5)</sup> | 14,913 | <sup>(9)</sup>            | 11/08/2016     | Common Stock |
| Incentive Stock Option     | \$ 0.9              | 02/13/2014 | M <sup>(5)</sup> | 11,460 | <sup>(9)</sup>            | 10/22/2018     | Common Stock |
| Non Qualified Stock Option | \$ 0.9              | 02/13/2014 | M <sup>(5)</sup> | 13,540 | <sup>(9)</sup>            | 10/22/2018     | Common Stock |
| Incentive Stock Option     | \$ 1.63             | 02/13/2014 | M <sup>(5)</sup> | 17,522 | <sup>(9)</sup>            | 04/08/2019     | Common Stock |
| Non Qualified Stock Option | \$ 1.63             | 02/13/2014 | M <sup>(5)</sup> | 32,478 | <sup>(9)</sup>            | 04/08/2019     | Common Stock |
| Non Qualified Stock Option | \$ 2.78             | 02/13/2014 | M <sup>(5)</sup> | 29,166 | <sup>(9)</sup>            | 06/09/2020     | Common Stock |

## Reporting Owners

| Reporting Owner Name / Address  | Relationships |           |                   |       |
|---|---------------|-----------|-------------------|-------|
|   | Director      | 10% Owner | Officer           | Other |
| PEASE ANDREW J<br>QUICKLOGIC CORPORATION<br>1277 ORLEANS DRIVE<br>SUNNYVALE, CA 94089 | X             |           | President and CEO |       |

## Signatures

/s/ Patricia Hart by Power of Attorney  
02/14/2014

        \*\*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) Vesting of Restricted Stock Units ("RSUs") granted to the reporting person on February 13, 2014.

(2) Exempt transaction pursuant to Section 16b-3(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 16b-3. 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) 100% of the RSUs vest on the grant date. Shares of the Issuer's common stock will be delivered to the Reporting Person upon vesting.

(5) The transactions reported on this Form 4 were effected pursuant to a 10b5-1 trading plan adopted by the reporting person on June 4, 2013.

(6) Represents the aggregate of sales effected on the same day.

(7) Represents the weighed average sales price per share. The shares sold at prices ranging from \$5.00 to \$5.011. Full information regarding the number of shares sold at each price shall be provided upon request to the staff of the U.S. Securities and Exchange Commission, the Issuer, or a security holder of the issuer.

(8) All shares sold at an exact price.

(9) The stock option grant is 100% vested and immediately exercisable.

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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