SIMTEK CORP Form 3 May 16, 2005

FORM 3

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

OMB APPROVAL

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INITIAL STATEMENT OF 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 *

Statement

05/05/2005

(Month/Day/Year)

2. Date of Event Requiring 3. Issuer Name and Ticker or Trading Symbol

 CYPRESS SEMICONDUCTOR CORP

SIMTEK CORP [SRAM]

/DE/

(Last)

(First)

(Middle)

(Zip)

4. Relationship of Reporting Person(s) to Issuer

Director

5. If Amendment, Date Original

Filed(Month/Day/Year)

3901 NORTH FIRST ST

(Street)

(Check all applicable)

6. Individual or Joint/Group

Filing(Check Applicable Line) _X_ Form filed by One Reporting

Officer Other (give title below) (specify below)

X__ 10% Owner

Person Form filed by More than One

Reporting Person

SAN JOSE, CAÂ 95134-1599

(State)

Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security

(Instr. 4)

(City)

2. Amount of Securities Beneficially Owned

(Instr. 4)

3. Ownership 4. Nature of Indirect Beneficial

Ownership Form: (Instr. 5)

Direct (D) or Indirect

(I) (Instr. 5)

Â Common Stock 6,740,816 D

Reminder: Report on a separate line for each class of securities beneficially

owned directly or indirectly.

SEC 1473 (7-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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

1. Title of Derivative Security (Instr. 4)

2. Date Exercisable and **Expiration Date** (Month/Day/Year)

3. Title and Amount of Securities Underlying **Derivative Security** (Instr. 4)

4. 5. Conversion Ownership or Exercise Form of Price of Derivative

6. Nature of Indirect Beneficial

Ownership

(Instr. 5)

Derivative Security:

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Date Expiration Title Amount or Security Direct (D) Exercisable Date Number of or Indirect Shares (I) (Instr. 5) Common 05/04/2005 05/04/2015 Warrant (right to buy) Â 5,055,612 \$ 0.7772 D Stock

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

CYPRESS SEMICONDUCTOR CORP /DE/ 3901 NORTH FIRST ST SAN JOSE, CAÂ 95134-1599

Â X Â Â

Signatures

/s/Jeff Osorio, Chief Financial Officer 05/15/2005

**Signature of Reporting Person Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, see Instruction 5(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).

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.

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