

CREE INC
Form 4
October 26, 2009

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 *
SWOBODA CHARLES M

(Last) (First) (Middle)

C/O CREE, INC., 4600 SILICON DRIVE

(Street)

DURHAM, NC 27703

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol
CREE INC [CREE]

3. Date of Earliest Transaction (Month/Day/Year)
10/22/2009

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner
 Officer (give title below) Other (specify below)
CHAIRMAN, PRESIDENT AND CEO

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) |
|---------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-------------------------------------------------------------------|-----------------------------------------------------------------------------------------------|----------------------------------------------------------|-------------------------------------------------------|
| | | | Code | V | Amount or Price | | |
| COMMON STOCK | 10/22/2009 | | M | | 6,000 A \$ 25.47 | 237,314 | D |
| COMMON STOCK | 10/22/2009 | | M | | 50,000 A \$ 31.24 | 287,314 | D |
| COMMON STOCK | 10/22/2009 | | M | | 280,000 A \$ 34.625 | 567,314 | D |
| COMMON STOCK | 10/22/2009 | | M | | 20,661 A \$ 41.9688 | 587,975 | D |
| COMMON STOCK | 10/22/2009 | | S ⁽¹⁾ | | 1,400 D \$ 44.3 | 586,575 | D |

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| | | | | | | | |
|--------------|------------|-------------|--------|---|------------|---------|---|
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 1,000 | D | \$ 44.3001 | 585,575 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 600 | D | \$ 44.3016 | 584,975 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 200 | D | \$ 44.3025 | 584,775 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 1,000 | D | \$ 44.3032 | 583,775 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 600 | D | \$ 44.31 | 583,175 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 400 | D | \$ 44.3125 | 582,775 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 1,000 | D | \$ 44.3132 | 581,775 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 200 | D | \$ 44.315 | 581,575 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 4,100 | D | \$ 44.32 | 577,475 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 2,600 | D | \$ 44.34 | 574,875 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 1,000 | D | \$ 44.3401 | 573,875 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 4,500 | D | \$ 44.35 | 569,375 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 2,800 | D | \$ 44.36 | 566,575 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 2,500 | D | \$ 44.37 | 564,075 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 2,800 | D | \$ 44.39 | 561,275 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 5,400 | D | \$ 44.4 | 555,875 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 1,900 | D | \$ 44.41 | 553,975 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 3,400 | D | \$ 44.42 | 550,575 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 8,500 | D | \$ 44.44 | 542,075 | D |
| COMMON STOCK | 10/22/2009 | <u>S(1)</u> | 11,800 | D | \$ 44.45 | 530,275 | D |
| | 10/22/2009 | <u>S(1)</u> | 4,000 | D | \$ 44.46 | 526,275 | D |

COMMON
STOCK

COMMON STOCK 10/22/2009 S⁽¹⁾ 14,240 D \$ 44.47 512,035 D

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

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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 Underlying (Instr. 3) | |
|--------------------------------------------|--------------------------------------------------------|--------------------------------------|----------------------------------------------------|--------------------------------|-----------------------------------------------------------------------------------------|----------------------------------------------------------|--------------------------------|--------------|
| | | | | Code | V (A) (D) | Date Exercisable | Expiration Date | Title |
| NONQUALIFIED STOCK OPTION (RIGHT TO BUY) | \$ 25.47 | 10/22/2009 | | M | 6,000 | 09/01/2006 ⁽²⁾ | 09/01/2012 | COMMON STOCK |
| NONQUALIFIED STOCK OPTION (RIGHT TO BUY) | \$ 31.24 | 10/22/2009 | | M | 50,000 | 04/15/2005 | 10/01/2011 | COMMON STOCK |
| NONQUALIFIED STOCK OPTION (RIGHT TO BUY) | \$ 34.625 | 10/22/2009 | | M | 280,000 | 02/01/2002 ⁽³⁾ | 02/01/2011 | COMMON STOCK |
| NONQUALIFIED STOCK OPTION (RIGHT TO BUY) | \$ 41.9688 | 10/22/2009 | | M | 20,661 | 07/01/2000 ⁽⁴⁾ | 01/03/2010 | COMMON STOCK |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|-------------------------------------------------------------------------------|---------------|-----------|-----------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| SWOBODA CHARLES M C/O CREE, INC. 4600 SILICON DRIVE DURHAM, NC 27703 | X | | CHAIRMAN, PRESIDENT AND CEO | |

Signatures

Tamara Cappelson,
Attorney-In-Fact

10/26/2009

__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) The sales reported on this Form 4 were effected pursuant to a Rule 10b5-1 trading plan adopted by Mr. Swoboda on June 5, 2009.
- (2) Option vested as to 2,000 shares on September 1, 2006, September 1, 2007 and September 1, 2008.
- (3) Option vested as to 200,000 shares on February 1, 2002 and as to 80,000 shares on February 1, 2003.
- (4) Option vested as to 30,000 shares on July 1, 2000 and July 1, 2001.

Remarks:

Form 1 of 2

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.