

**CREE INC**  
Reported by  
**NYE C HOWARD**

**FORM 4**  
(Statement of Changes in Beneficial Ownership)

Filed 01/26/17 for the Period Ending 01/25/17

Address	4600 SILICON DR DURHAM, NC 27703
Telephone	9194075300
CIK	0000895419
Symbol	CREE
SIC Code	3674 - Semiconductors and Related Devices
Industry	Semiconductors
Sector	Technology
Fiscal Year	06/27

# FORM 4

[ ] Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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

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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 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person <sup>*</sup> <b>Nye C Howard</b>  (Last) (First) (Middle) <b>C/O CREE, INC., 4600 SILICON DRIVE</b> (Street) <b>DURHAM, NC 27703</b> (City) (State) (Zip)		2. Issuer Name and Ticker or Trading Symbol <b>CREE INC [ CREE ]</b>		5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below)	
		3. Date of Earliest Transaction (MM/DD/YYYY) <b>1/25/2017</b>		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person	
		4. If Amendment, Date Original Filed (MM/DD/YYYY)			

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Trans. Date	2A. Deemed Execution Date, if any	3. Trans. 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 Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
COMMON STOCK	1/25/2017		A		693	A	\$28.83	16312	D	

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

1. Title of Derivate Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Trans. Date	3A. Deemed Execution Date, if any	4. Trans. 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		7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Beneficial Ownership (Instr. 4)
				Code	V		(A)	(D)	Date Exercisable	Expiration Date				

**Explanation of Responses:**

(1) Represents shares of Common Stock credited to the Reporting Person's 2017 deferral account under the Cree, Inc. Stock Compensation and Deferral Program, issuable following the Reporting Person's Separation of Service from Cree.

**Reporting Owners**

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Nye C Howard C/O CREE, INC. 4600 SILICON DRIVE DURHAM, NC 27703	X			

**Signatures**

**Bradley D. Kohn as agent for C. HOWARD NYE** 1/26/2017  
<sup>\*\*</sup>Signature of Reporting Person Date

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

\* 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).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

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.

POWER OF ATTORNEY

I, the person whose signature appears below, hereby appoint Bradley D. Kohn, Vice President-Legal and Secretary of Cree, Inc. (the "Company") and Tamara Cappelson, Stock Plan Manager of the Company, and each of them individually, as my attorneys-in-fact with the power and authority:

to execute and file with the U.S. Securities and Exchange Commission on my behalf, pursuant to Section 16(a) of the Securities Exchange Act of 1934 and the rules thereunder: (1) Initial Statement of Beneficial Ownership of Securities on Form 3, (2) Statements of Changes in Beneficial Ownership on Form 4; and (3) Annual Statements of Changes in Beneficial Ownership on Form 5; and any amendments thereto, with respect to my service as a director and/or officer of the Company and my holdings of and transactions in Company securities of which I may be deemed the beneficial owner; to do and perform on my behalf any and all other acts necessary or desirable to complete, execute and timely file such Forms 3, 4 and 5 and any amendments thereto with the U.S. Securities and Exchange Commission and, if necessary, any stock exchange or similar authority, including but not limited to the power to designate any person then serving as a director or officer of the Company to be an additional or substitute attorney-in-fact under this Power of Attorney with the same power and authority as if such person were named herein, and to take any other action in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of or legally required by me, it being understood that the documents executed by such attorney-in-fact on my behalf pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as the attorney-in-fact may approve in his or her discretion. The authority granted under this Power of Attorney shall continue in effect for each attorney-in-fact named above until I am no longer required to file reports with respect to my holdings of and transactions in Company securities or unless earlier revoked in a writing signed by me and delivered to such attorney-in-fact. I acknowledge that neither the attorneys-in-fact nor the Company is assuming any of my responsibilities to comply with Section 16(a) of the Securities Exchange Act of 1934.

IN WITNESS WHEREOF, I have signed this Power of Attorney on the date shown below.

/s/ C. Howard Nye  
Signature

C. Howard Nye  
Typed or Printed Name

October 28, 2015  
Date Signed