

INTEGRATED DEVICE TECHNOLOGY INC

Reported by
WATERS GREGORY L

FORM 4

(Statement of Changes in Beneficial Ownership)

Filed 06/16/17 for the Period Ending 06/15/17

Address	6024 SILVER CREEK VALLEY ROAD SAN JOSE, CA 95138
Telephone	4082848200
CIK	0000703361
Symbol	IDTI
SIC Code	3674 - Semiconductors and Related Devices
Industry	Semiconductors
Sector	Technology
Fiscal Year	03/30

FORM 4

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 *		2. Issuer Name and Ticker or Trading Symbol		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)	
WATERS GREGORY L		INTEGRATED DEVICE TECHNOLOGY INC [IDTI]		<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> X Officer (give title below) <input type="checkbox"/> Other (specify below) PRESIDENT & CEO	
(Last) (First) (Middle) 6024 SILVER CREEK VALLEY ROAD		3. Date of Earliest Transaction (MM/DD/YYYY) 6/15/2017			
(Street) SAN JOSE, CA 95138		4. If Amendment, Date Original Filed (MM/DD/YYYY)		6. Individual or Joint/Group Filing (Check Applicable Line)	
(City) (State) (Zip)				<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> 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. 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	6/15/2017		M		46154	A	\$0.0	904436 (1)	D	
Common Stock	6/15/2017		S (2)		170718	D	\$24.3566 (3)	733718	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 Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Performance Rights	\$0.0 (1)	6/15/2017		M		75661		(1)	(1)	Common Stock	75661	\$0.0	0	D	

Explanation of Responses:

- Each performance right, originally granted on June 15, 2015, was converted into the right to receive .61 restricted stock units (with each restricted stock unit representing the right to receive one share of IDT common stock) based upon the achievement of a relative total stockholder return performance goal, as certified by IDT's compensation committee on June 15, 2017. The restricted stock units vest in respect of 50% of the shares underlying the performance rights on each of June 15, 2017 and June 15, 2018, subject to the reporting person's continued service with IDT through the applicable vesting date.
- Constitutes shares sold to cover the tax liability incurred in respect of the vesting of the restricted stock units.
- The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$24.13 to \$24.59, inclusive. The Reporting Person undertakes to provide to the Issuer, any security holder of the Issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the ranges set forth in this footnote.

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
WATERS GREGORY L 6024 SILVER CREEK VALLEY ROAD SAN JOSE, CA 95138			PRESIDENT & CEO	

Signatures

By: /s/ Matthew Brandalise, Attorney-in-Fact For: Gregory L. Waters

6/16/2017

**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.

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