

LATTICE SEMICONDUCTOR CORP

Form 8-K

October 17, 2005

**UNITED STATES
SECURITIES AND EXCHANGE COMMISSION**

Washington, DC 20549

FORM 8-K

CURRENT REPORT

**Pursuant to Section 13 or 15(d) of
The Securities Exchange Act of 1934**

Date of Report (Date of earliest event reported)

October 11, 2005

Lattice Semiconductor Corporation

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction of
incorporation)

000-18032
(Commission File Number)

93-0835214
(IRS Employer
Identification No.)

5555 N. E. Moore Court

Hillsboro, Oregon 97124-6421

(Address of principal executive offices, including zip code)

(503) 268-8000

(Registrant's telephone number, including area code)

(Former name or former address, if changed since last report)

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions (see General Instruction A.2. below):

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
- Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
- Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
- Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Item 2.02. Results of Operations and Financial Condition.

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On October 11, 2005, Lattice Semiconductor Corporation (the Company) issued a press release announcing that it expects its revenue for its recently completed third fiscal quarter of 2005 to come in at the high end of its previously announced guidance of 1% - 2% sequential revenue growth. A copy of the press release is attached as Exhibit 99.1 to this Current Report on Form 8-K.

The information in this Item 2.02, in Item 9.01 hereof and in Exhibit 99.1 shall not be deemed to be filed for the purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the Exchange Act), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

The foregoing statement regarding the Company's expected revenue for its recently completed third fiscal quarter is a forward-looking statement within the meaning of the federal securities laws. Actual, final results could vary because of any accounting adjustments made during the quarterly close.

Item 9.01. Financial Statements and Exhibits.

(c) Exhibits.

The following exhibit is being furnished (not filed) herewith:

99.1 Press release, dated October 11, 2005, entitled Lattice Semiconductor Confirms Revenue Guidance for Q3 2005

SIGNATURES

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Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

LATTICE SEMICONDUCTOR CORPORATION

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Date: October 17, 2005

By:

/s/ Jan Johannessen
Jan Johannessen
Corporate Vice President and
Chief Financial Officer

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EXHIBIT INDEX

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| Exhibit No. | Description |
|-------------|---|
| 99.1 | Press release, dated October 11, 2005, entitled Lattice Semiconductor Confirms Revenue Guidance for Q3 2005 |