

Edgar Filing: HEIGHTLEY JOHN D - Form 4

HEIGHTLEY JOHN D
Form 4
April 17, 2003

-----
F O R M 4

U.S. SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

[ ] Check this box if
no longer Subject
to Section 16.

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(f) of the Investment Company Act 1940

Form with fields for 1.Name and Address of Reporting Person\*, 2.Issuer Name and Ticker or Trading Symbol, 3.IRS Identification, 4.Statement for Month/Day/Year, 5.If Amendment, Date of Original, 6.Relationship to Issuer, 7.Indication of Change

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

Table with columns: 1.Title of Security (Instr. 3), 2.Transaction Date (Mo/Day/Yr), 2A.Deemed Execution Date (Mo/Day/Yr), 3.Transaction Code (Instr. 8), 4.Security Acquired (A) or Disposed of (D) (Instr. 3, 4 & 5) (Amount, (A), (D), Price), 5.Amount of Securities Beneficially Owned at Month End (Instr. 3)

Edgar Filing: HEIGHTLEY JOHN D - Form 4


Reminder: Report on a separate line for each class securities owned directly or indirectly.  
 \*If the form is filed by more than one reporting person, see Instruction 4 (b) (v).

FORM 4 (continued) TABLE II - Derivative Securities Acquired, Disposed of, Beneficially  
 (e.g., puts, calls, warrants, options, convertible security)

1.	2.	3.	3A.	4.	5.		6.		7.	
Title of Derivative Security (Instr. 3)	Conversion or Exercise Price of Derivative Security	Transaction Date (Mon/Day/Year)	Deemed Execution Date, if any (Mo/Day/Year)	Transaction Code (Instr. 8)	Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)		Date Exercisable and Expiration Date (Month/Day/Year)	Title and Amount of Underlying Securities (Instr. 3 and 4)		Amount or Number of Shares
				Code	(A)	(D)	Date Exbl.	Exp. Date	Title	Number of Shares
Employee Non-Qualified Stock Option	\$0.165	4/15/03		A	15,000		10/15/03	4/15/10	Common Stock	15,000

Edgar Filing: HEIGHTLEY JOHN D - Form 4


Explanation of Responses:

Column 6: These options vest over 6 months, however, the director must remain on the board for 6 order for the options to vest.

\*\*Intentional misstatements or omissions of facts constitute Federal Criminal Violations. See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a). /s/ Douglas Mitchell

Note: File three copies of this form, one of which must be manually signed. If space provided is insufficient, see Instruction 6 for procedure. \*\*Signature of \*By Douglas Mitchell

Potential persons who are to respond to the collection of information contained in this form are required to respond unless the form displays a currently valid OMD Number

POWER OF ATTORNEY

Know all by these presents, that the undersigned hereby constitutes and appoints each of Kimberley Carothers, Douglas Mitchell, and Kim Stankey, signing singly, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and, or director of Simtek Corporation (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 and 5 and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever 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, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and

Edgar Filing: HEIGHTLEY JOHN D - Form 4

authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 5th day of February, 2003.

/s/ John Heightley

-----  
Name: John Heightley