

SECURITIES AND EXCHANGE COMMISSION

FORM SC 13D

Schedule filed to report acquisition of beneficial ownership of 5% or more of a class of equity securities

Filing Date: **1996-12-30**
SEC Accession No. **0000950116-96-001497**

([HTML Version](#) on [secdatabase.com](#))

SUBJECT COMPANY

INTEGRATED CIRCUIT SYSTEMS INC

CIK: **874689** | IRS No.: **232000174** | State of Incorporation: **PA** | Fiscal Year End: **0630**
Type: **SC 13D** | Act: **34** | File No.: **005-42103** | Film No.: **96687511**
SIC: **3674** Semiconductors & related devices

Mailing Address
2435 BLVD OF THE
GENERALS
NORRISTOWN PA 19403

Business Address
2435 BLVD OF THE
GENERALS
NORRISTOWN PA 19403
6106305300

FILED BY

GUIDRY MARK R REVOCABLE TRUST ET AL

CIK: **905474**
Type: **SC 13D**

Mailing Address
13002 SUNRISE DRIVE NE
BAINBRIDGE WA 98110

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18640 OVERLOOK RD
LOS GATOS CA 95830
2067809133

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

SCHEDULE 13D

Under the Securities Exchange Act of 1934
(Amendment No. 10)*

INTEGRATED CIRCUIT SYSTEMS, INC

(Name of Issuer)

COMMON STOCK, NO PAR VALUE

(Title of Class of Securities)

45811K109

(CUSIP Number)

Nancy D. Weisberg, Esquire
Five Radnor Corporate Center, Suite 500
100 Matsonford Road, Radnor, Pennsylvania 19087

(Name, Address and Telephone Number of Person Authorized to
Receive Notices and Communications)

November 13, 1996

(Date of Event which Requires Filing of this Statement)

If the filing person has previously filed a statement on Schedule 13G to report the acquisition which is the subject of this Schedule 13D, and is filing this schedule because of Rule 13d-1(b) (3) or (4), check the following box [].

Check the following box if a fee is being paid with the statement []. (A fee is not required only if the reporting person: (1) has a previous statement on file reporting beneficial ownership of more than five percent of the class of securities described in Item 1; and (2) has filed no amendment subsequent thereto reporting beneficial ownership of five percent or less of such class.) (See Rule 13d-7.)

Note: Six copies of this statement, including all exhibits, should be filed with the Commission. See Rule 13d-1(a) for other parties to whom copies are to be sent.

*The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes)

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Mark R. Guidry and Carolyn C. Guidry Revocable Trust dated 4/24/91

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUND*

Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS 2(d) OR 2 (e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

7 SOLE VOTING POWER

-0-

8 SHARED VOTING POWER

358,207

9 SOLE DISPOSITIVE POWER

-0-

10 SHARED DISPOSITVE POWER

358,207

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

358,207

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES CERTAIN SHARES*

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)

3.11%

14 TYPE OF REPORTING PERSON*

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP NO. 45811K109

SCHEDULE 13D

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INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7
(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Mark R. Guidry

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a)
(b)

3 SEC USE ONLY

4 SOURCE OF FUND*

Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS
2(d) OR 2 (e)

6 CITIZENSHIP OR PLACE OF ORGANIZATION

United States of America

7 SOLE VOTING POWER
-0-

8 SHARED VOTING POWER
358,207

9 SOLE DISPOSITIVE POWER
-0-

10 SHARED DISPOSITVE POWER
358,207

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
358,207

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES* []

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
3.11%

14 TYPE OF REPORTING PERSON*

*SEE INSTRUCTIONS BEFORE FILLING OUT!

CUSIP NO. 45811K109

SCHEDULE 13D

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INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO
ITEMS 1-7 (INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

1 NAME OF REPORTING PERSON
S.S. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON

Carolyn C. Guidry

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP* (a) [x]
(b) []

3 SEC USE ONLY

4 SOURCE OF FUND*
Not applicable

5 CHECK BOX IF DISCLOSURE OF LEGAL PROCEEDINGS IS REQUIRED PURSUANT TO ITEMS
2(d) OR 2 (e) []

6 CITIZENSHIP OR PLACE OF ORGANIZATION
United States of America

7 SOLE VOTING POWER
-0-

8 SHARED VOTING POWER
358,207

9 SOLE DISPOSITIVE POWER
-0-

10 SHARED DISPOSITIVE POWER
358,207

11 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON
358,207

12 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (11) EXCLUDES
CERTAIN SHARES* []

13 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW (11)
3.11%

14 TYPE OF REPORTING PERSON*
CO

*SEE INSTRUCTIONS BEFORE FILLING OUT!
INCLUDE BOTH SIDES OF THE COVER PAGE, RESPONSES TO ITEMS 1-7

CUSIP NO. 45811K109

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(INCLUDING EXHIBITS) OF THE SCHEDULE, AND THE SIGNATURE ATTESTATION.

This Amendment No. 10 to Schedule 13D is being filed jointly by the Mark R. Guidry and Carolyn C. Guidry Revocable Trust dated April 24, 1991 (the "Trust"), Mark R. Guidry and Carolyn C. Guidry (collectively, the "Reporting Persons"), and amends the Schedule 13D filed by the Reporting Persons on December 3, 1992, as amended by Amendment No. 1 filed on March 17, 1993, Amendment No. 2 filed on November 5, 1993, Amendment No. 3 filed on March 10, 1994, Amendment No. 4 filed on March 10, 1994, Amendment No. 5 filed on April 8, 1994, Amendment No. 6 filed on October 28, 1994, Amendment No. 7 filed on December 15, 1994 and Amendment No. 8 filed on March 15, 1995 and Amendment No. 9 filed on August 25, 1995.

Item 5. Interest in Securities of the Issuer.

Item 5 is hereby amended in its entirety to provide as follows:

(a) (i) As of December 5, 1996, the Trust (and, pursuant to subparagraph (b) hereof, Mark R. Guidry and Carolyn C. Guidry) beneficially owned 358,207 shares of Common Stock of the Issuer held by the Trust, which represented 3.11% of the Issuer's Common Stock (based on 11,523,050 shares outstanding on November 8, 1996.)

(ii) As of December 5, 1996, Mark R. Guidry and Carolyn C. Guidry owned beneficially 358,207 shares of the Common Stock of the Issuer (which consists of the 358,207 shares which were held of record by the Trust), which represented 3.11% of the Issuer's Common Stock (based on shares 11,523,050 outstanding on November 8, 1996.)

(b) Because the Trust may be deemed to be controlled by both Mark R. Guidry and Carolyn C. Guidry, each of them will likely be deemed to share the voting, disposition and investment power of the 358,207 shares listed above.

(c) The following transactions involving the Reporting Parties and the Common Stock of the Issuer were effected in standard brokered transactions on the open market through the NASDAQ National Market during the period beginning on June 18, 1996 and ending on December 6, 1996:

(i) the sale of 22,500 shares of Common Stock at a price of \$13.50 per share by the Trust on June 18, 1996;

(ii) the sale of 50,000 shares of Common Stock at a price of \$11.50 per share by the Trust on October 30, 1996;

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(iii) the sale of 10,000 shares of Common Stock at a price of \$12.125 per share by the Trust on October 30, 1996;

(iv) the sale of 5,000 shares of Common Stock at a price of \$12.125 per share by the Trust on October 31, 1996;

(v) the sale of 80,000 shares of Common Stock at a price of \$12.00 per share by the Trust on November 13, 1995;

(vi) the sale of 20,000 shares of Common Stock at a price of \$12.00 per share by the Trust on November 14, 1996; and

(vii) the sale of 100,000 shares of Common Stock at a price of \$11.00 per share by the Trust on December 5, 1996.

(d) No person, other than the Reporting Persons, is known to have the right to receive or the power to direct the receipt of dividends from, or the proceeds from the sale of, the securities referenced above.

(e) Not applicable.

Item 7. Material to be Filed as Exhibits.

<TABLE> <CAPTION> <S>	<C>	<C>	<C>
Exhibit 1* -----	-		Joint Filing Agreement dated as of November 30, 1992, by and among the Trust, Mark R. Guidry and Carolyn C. Guidry. (Exhibit 1 to the Reporting Persons' Schedule 13D dated ----- December 3, 1992.)
Exhibit 2* -----	-		Declaration of Trust dated April 24, 1991, creating the Mark R. Guidry and Carolyn C. Guidry Revocable Trust dated April 24, 1991. (Exhibit 2 to the Reporting Persons' Schedule 13D ----- dated December 3, 1992.)

</TABLE>

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After a reasonable inquiry and to the best of my knowledge and belief, I certify that the information set forth in this statement is true, complete and correct.

Dated: December 18, 1996

MARK R. GUIDRY and CAROLYN C. GUIDRY REVOCABLE TRUST dated April 24, 1991

By: /s/ Carolyn C., Guidry

Name: Carolyn C. Guidry
Title: Co-Trustee

MARK R. GUIDRY

/s/ Carolyn S. Guidry

Carolyn C. Guidry, as Attorney-in-Fact for Mark R. Guidry

CAROLYN C. GUIDRY

/s/ Carolyn S. Guidry

* Incorporated by reference.