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C CUBE MICROSYSTEMS INC/DE

Form 425

May 10, 2001

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Filed by LSI Logic Corporation
Pursuant to Rule 425 under the Securities Act of 1933
Subject Company: C-Cube Microsystems Inc.
Commission File No.: 333-58862

LSI LOGIC C-CUBE ACQUISITION RECEIVES CLEARANCE FROM
GERMAN ANTITRUST AUTHORITIES

MILPITAS, CALIF., MAY 10, 2001 -- LSI Logic Corporation (NYSE: LSI) announced today that it has received clearance from German antitrust authorities to complete the exchange offer and subsequent merger in connection with the acquisition of C-Cube Microsystems Inc. (Nasdaq: CUBE).

LSI Logic commenced the exchange offer on April 13, offering 0.79 of a share of LSI Logic common stock for each share of C-Cube common stock that is tendered and not properly withdrawn prior to the expiration of the offer at midnight EDT, May 10.

After the expiration of the exchange offer, LSI Logic intends to complete the acquisition of C-Cube by merging a wholly owned subsidiary of LSI Logic into C-Cube, after which C-Cube will become a wholly owned subsidiary of LSI Logic.

SAFE HARBOR FOR FORWARD-LOOKING STATEMENTS:

The statements made in this news release include forward-looking statements within the meaning of Section 27A of the Securities Act of 1933 and Section 21E of the Securities and Exchange Act of 1934. LSI Logic's actual results in future periods may be materially different from any performance suggested in this news release. In the context of forward-looking information provided in this news release, reference is made to the discussion of risk factors detailed in LSI Logic's filings as made from time-to-time with the Securities and Exchange Commission, including but not limited to filings made during the past 12 months.

ADDITIONAL INFORMATION AND WHERE TO FIND IT:

Investors and security holders are advised to read LSI Logic's registration statement on Form S-4 and the tender offer statement on Schedule TO with respect to the exchange offer and C-Cube's solicitation/recommendation statement on Schedule 14D-9, and any amendments or supplements to these documents. These documents contain important information about the exchange offer and the merger. Investors and security holders are urged to read these documents carefully and may obtain free copies of these documents through the website maintained by the U.S. Securities and Exchange Commission at <http://www.sec.gov>. In addition to the registration statement on Form S-4, the Schedule TO and the Schedule 14D-9, LSI Logic and C-Cube each file annual, quarterly and special reports, proxy statements and other information with the Securities and Exchange Commission. Investors and security holders may read and copy any reports, statements or other information filed by LSI Logic or C-Cube at the Securities and Exchange Commission's public reference room located at 450 Fifth Street, N.W., Washington, DC 20549 or at any of the Securities and Exchange Commission's other public reference rooms in New York, New York or Chicago, Illinois. Please

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call the Securities and Exchange Commission at 800-SEC-0330 for further information on the public reference rooms.

ABOUT LSI LOGIC

LSI Logic Corporation (NYSE: LSI) is a leading designer and manufacturer of communications and storage semiconductors for applications that access, interconnect and store data, voice and video. In addition, the company supplies storage network solutions for the enterprise. LSI Logic is headquartered at 1551 McCarthy Boulevard, Milpitas, CA 95035, 866-574-5741 (within U.S.), 719-533-7679 (outside U.S.), www.lsillogic.com.

ABOUT C-CUBE MICROSYSTEMS

C-Cube Microsystems (Nasdaq:CUBE) is a worldwide leader in digital media processing and is leading the way with new communication processors and networked consumer products. With a focus on DVD, set-top boxes and CODEC enabled products, C-Cube is driving the technology for the "networked digital home." C-Cube is headquartered in Milpitas, California and has offices in North America, Europe and Asia. For more information please visit our web site at www.c-cube.com. C-Cube, the C-Cube logo or registered trademarks are the property of their respective owners.