

PART IV

ITEM 14. EXHIBITS, FINANCIAL STATEMENT SCHEDULES AND REPORTS ON FORM 8-K

Exhibit Number	Description
(a) (1)	The financial statements filed as part of this Report at Item 8 are listed in the Index to Financial Statements, Supplementary Financial Data and Financial Statement Schedules on page 18 of this Report.
(a) (2)	The financial statement schedule filed as part of this Report at Item 8 are listed in the Index to Financial Statements, Supplementary Financial Data and Financial Statement Schedules on page 18 of this Report.
(a) (3)	The following documents are filed or incorporated by reference as exhibits to this Report:
3.1	Restated Certificate of Incorporation filed May 15, 1996. (1)
3.2	Bylaws of the Company as adopted by the Board of Directors of the Company as of February 12, 1988, together with Certificate of Amendment of Bylaws of the Company as adopted by the Board of Directors as of March 16, 1988 and Certificate of Amendment of Bylaws of the Company as adopted by the Board of Directors as of April 15, 1993. (2)
3.3	Certificate of Amendment of Bylaws of the Registrant as adopted by the Board of Directors as of August 26, 1993. (3)
3.4	Certificate of Amendment of Bylaws of the Registrant as adopted by the Board of Directors as of March 10, 1994. (4)
3.5	Certificate of Amendment of Bylaws of the Registrant as adopted by the Board of Directors as of March 24, 1995. (1)
3.6	Certificate of Amendment of Bylaws of the Registrant as adopted by the Board of Directors as of January 26, 1996. (1)
4.1	Form of Certificate for the Common Stock. (2)
4.2	Indenture, dated as of May 28, 1996 between the Registrant and Bank of Montreal Trust Company as Trustee. (1)
4.3	Registration Rights Agreement, dated as of May 28, 1996 between the Registrant and Goldman, Sachs & Co. (1)
10.1	License and Production Agreement entered into as of January 11, 1994 between SGS-Thomson Microelectronics, Inc. and Cyrix Corporation. (Portions have been omitted and filed separately with the Commission in reliance on Rule 24b-2 and the Registrant's request for confidential treatment). (5)
10.2	Form of Proprietary Information and Non-competition Agreement (all employees). (2)
10.3	Cyrix Corporation 1988 Incentive Stock Plan, as amended and restated as of January 26, 1996. (6)
10.4	Cyrix Corporation Profit Sharing Plan. (2)
10.5	Cyrix Corporation Executive Cash Compensation Plan. (2)
10.6	Cyrix Corporation Employee Stock Purchase Plan, as amended and restated as of January 26, 1995. (7)
10.7	Real Estate Note dated September 3, 1996, in the principal amount of \$5,500,000 by Cyrix Corporation in favor of Safeco Life Insurance Company.
10.8	Promissory Note and Letter Loan Agreement dated November 5, 1993, in the principal amount of \$3,000,000 by Cyrix Corporation in favor of Bank One, Texas, National Association. (5)
10.9	Settlement Agreement effective January 31, 1994, between Cyrix Corporation and Intel Corporation. (Portions have been omitted and filed separately with the Commission in reliance on Rule 24b-2 and the Registrant's request for confidential treatment). (5)
10.10	Agreement for Purchase of Products entered into as of April 8, 1994 between IBM Microelectronics and Cyrix Corporation. (Portions have been omitted and filed separately with the Commission in reliance on Rule 24b-2 and the Registrant's request for confidential treatment). (8)

Exhibit Number	Description
10.11	Amended and Restated Agreement for Purchase of Products entered into as of April 8, 1994 between IBM Microelectronics and Cyrix Corporation. (Portions have been omitted and filed separately with the Commission in reliance on Rule 24b-2 and the Registrant's request for confidential treatment). (9)
10.12	Amendment dated September 30, 1994 to License and Production Agreement entered into as of January 11, 1994 between SGS-Thomson Microelectronics, Inc. and Cyrix Corporation. (Portions have been omitted and filed separately with the Commission in reliance on Rule 24b-2 and the Registrant's request for confidential treatment). (10)
10.13	Secured Revolving Credit Agreement by and among Cyrix Corporation, First Interstate Bank of Texas, N.A., National Bank of Canada, and The Boatmen's National Bank of St. Louis dated September 23, 1994. (Portions have been omitted and filed separately with the Commission in reliance on Rule 24b-2 and the Registrant's request for confidential treatment). (10)
10.14	Cyrix Corporation Non-Discretionary Non-Employee Directors Stock Plan. (11)
10.15	Agreement for Purchase of Products (Foundry) entered into as of May 17, 1996 between IBM Microelectronics and Cyrix Corporation. (12)
11	Earnings Per Common and Common Equivalent Share.
21	Subsidiaries. (13)
23	Consent of Ernst & Young LLP.
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(1)	Filed as an Exhibit to the Company's Registration Statement on Form S-3 (File No. 333-10669) and incorporated herein by reference.
(2)	Filed as an Exhibit to the Company's Registration Statement on Form S-1 (File No. 33-63144) and incorporated herein by reference.
(3)	Filed as an Exhibit to the Company's Registration Statement on Form S-8 (File No. 33-68004) and incorporated herein by reference.
(4)	Filed as an Exhibit to the Company's Registration Statement on Form S-8 (File No. 33-87064) and incorporated herein by reference.
(5)	Filed as an Exhibit to the Company's Form 10-K for the fiscal year ended January 2, 1994 and incorporated herein by reference.
(6)	Filed as an Exhibit to the Company's Registration Statement on Form S-8 (File No. 333-18579) and incorporated herein by reference.
(7)	Filed as an Exhibit to the Company's Registration Statement on Form S-8 (File No. 33-99492) and incorporated herein by reference.
(8)	Filed as an Exhibit to the Company's Form 10-Q for the quarterly period ended April 3, 1994 and incorporated herein by reference.
(9)	Filed as an Exhibit to the Company's Form 10-Q for the quarterly period ended July 3, 1994 and incorporated herein by reference.
(10)	Filed as an Exhibit to the Company's Form 10-Q for the quarterly period ended October 2, 1994 and incorporated herein by reference.
(11)	Filed as an Exhibit to the Company's Registration Statement on Form S-8 (File No. 33-99488) and incorporated herein by reference.
(12)	Filed as an Exhibit to the Company's Form 10-Q for the quarterly period ended June 30, 1996.
(13)	Filed as an Exhibit to the Company's Form 10-K/A Amendment No. 1 for the fiscal year ended December 31, 1995.

SIGNATURES

Pursuant to the requirements of Section 13 or 15(d) of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned, thereunto duly authorized.

CYRIX CORPORATION

By: /s/ James W. Swent, III
 James W. Swent, III
 Office of the President
 (principal executive officer)

Pursuant to the requirements of the Securities Exchange Act of 1934, this report has been signed below by the following persons on behalf of the Registrant in the capacities and on the dates indicated.

Signature	Title	Date
<u>/s/ James W. Swent, III</u> (James W. Swent, III)	Office of the President (principal executive officer)	March 10, 1997
<u>/s/ James W. Swent, III</u> (James W. Swent, III)	Senior Vice President of Finance and Administration (principal financial officer and principal accounting officer)	March 10, 1997
<u>/s/ Harvey B. Cash</u> (Harvey B. Cash)	Chairman of the Board	March 10, 1997
<u>/s/ L.J. Sevin</u> (L.J. Sevin)	Director	March 10, 1997
<u>/s/ Gerald D. Rogers</u> (Gerald D. Rogers)	Director	March 10, 1997
<u>/s/ Gary A. Stimac</u> (Gary A. Stimac)	Director	March 10, 1997

CYRIX CORPORATION AND SUBSIDIARIES
SCHEDULE II - VALUATION AND QUALIFYING ACCOUNTS

(In thousands)	Balance at Beginning of Fiscal Year	Additions Charged to Costs and Expenses	Deductions	Balance at End of Fiscal Year
Allowance for losses from uncollectible accounts (deducted from accounts receivable in balance sheet):				
Fiscal year ended December 31, 1994	\$ 585	\$ 881	\$ 312	\$1,154
Fiscal year ended December 31, 1995	\$1,154	\$ 99	\$ 98	\$1,155
Fiscal year ended December 31, 1996	\$1,155	\$ 3,661	\$ 3,155	\$1,661
Allowance for returns from and price allowances to be granted to original equipment manufacturer customers (deducted from accounts receivable in balance sheet):				
Fiscal year ended December 31, 1994	\$1,494	\$ 8,118	\$ 7,209	\$2,403
Fiscal year ended December 31, 1995	\$2,403	\$ 9,263	\$ 8,321	\$3,345
Fiscal year ended December 31, 1996	\$3,345	\$12,428	\$13,198	\$2,575