

ATHEROS COMMUNICATIONS INC
 Form 4
 January 11, 2007

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

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(h) of the Investment Company Act of 1940

(Print or Type Responses)

1. Name and Address of Reporting Person *
BAHR RICHARD G

2. Issuer Name and Ticker or Trading Symbol
ATHEROS COMMUNICATIONS INC [ATHR]

5. Relationship of Reporting Person(s) to Issuer
 (Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
01/10/2007

____ Director _____ 10% Owner
 Officer (give title below) _____ Other (specify below)
Vice President Engineering

C/O ATHEROS COMMUNICATIONS, INC., 5480 GREAT AMERICA PARKWAY

(Street)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 ____ Form filed by More than One Reporting Person

SANTA CLARA,, CA 95054

(City) (State) (Zip)

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

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Common Stock	01/10/2007		M	116 A	\$ 1.72 66,702 ⁽¹⁾	I	See Footnote <u>(2)</u>
Common Stock	01/10/2007		M	39,884 A	\$ 9.333 106,586	I	See Footnote <u>(2)</u>
Common Stock	01/10/2007		S ⁽³⁾	300 D	\$ 23.99 106,286	I	See Footnote <u>(2)</u>

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Common Stock	01/10/2007	<u>S(3)</u>	100	D	\$ 23.985	106,186	I	See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	400	D	\$ 23.97	105,786	I	See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	32	D	\$ 23.91	105,754	I	See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	200	D	\$ 23.88	105,554	I	See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	600	D	\$ 23.86	104,954	I	See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	100	D	\$ 23.85	104,854	I	See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	400	D	\$ 23.82	104,454	I	See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	1,000	D	\$ 23.8	103,454	I	See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	1,100	D	\$ 23.79	102,354	I	See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	3,450	D	\$ 23.75	98,904	I	See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	350	D	\$ 23.74	98,554	I	See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	2,400	D	\$ 23.73	96,154	I	See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	700	D	\$ 23.72	95,454	I	See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	1,300	D	\$ 23.71	94,154	I	See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	4,500	D	\$ 23.7	89,654	I	See Footnote

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									(2)
Common Stock	01/10/2007	<u>S(3)</u>	100	D	\$ 23.69	89,554	I		See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	1,800	D	\$ 23.68	87,754	I		See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	800	D	\$ 23.67	86,954	I		See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	1,500	D	\$ 23.66	85,454	I		See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	968	D	\$ 23.65	84,486	I		See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	500	D	\$ 23.64	83,986	I		See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	1,544	D	\$ 23.61	82,442	I		See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	2,156	D	\$ 23.6	80,286	I		See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	1,000	D	\$ 23.59	79,286	I		See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	1,525	D	\$ 23.58	77,761	I		See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	200	D	\$ 23.57	77,561	I		See Footnote (2)
Common Stock	01/10/2007	<u>S(3)</u>	875	D	\$ 23.55	76,686	I		See Footnote (2)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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- All of the options became exercisable on 1/14/2004. The shares underlying the options are subject to the issuer's right of repurchase that
- (5) lapsed as to 25% of the shares on 1/14/2005, and lapses as to the remaining shares in 48 equal monthly installments beginning on 2/14/2005.

Remarks:

Remarks: Form 4 Filing 1 of 2 (continuation report): Related transactions effected by the Reporting Person on January 10, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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