

SEMTECH CORP

Form 4

August 26, 2009

FORM 4
UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

Check this box
if no longer
subject to
Section 16.
Form 4 or
Form 5
obligations
may continue.
See Instruction
1(b).

**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

OMB APPROVAL

OMB
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(Print or Type Responses)

1. Name and Address of Reporting Person *
HANKIN ROCKELL N

(Last) (First) (Middle)

200 FLYNN ROAD

(Street)

CAMARILLO, CA 93012-8790

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading
Symbol
SEMTECH CORP [SMTC]

3. Date of Earliest Transaction
(Month/Day/Year)
08/24/2009

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

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

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

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)
			Code	V	Amount (A) or (D) Price		
Common Stock	08/24/2009		S		200	D	\$ 18.34 235,740
Common Stock	08/24/2009		S		800	D	\$ 18.345 234,940
Common Stock	08/24/2009		S		900	D	\$ 18.355 234,040
Common Stock	08/24/2009		S		5,337	D	\$ 18.4 228,703
Common Stock	08/24/2009		S		4,300	D	\$ 18.405 224,403
	08/24/2009		S		2,563	D	\$ 18.41 221,840

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Common
Stock

Common Stock	08/24/2009	S	3,000	D	\$ 18.415	218,840	D
Common Stock	08/24/2009	S	1,200	D	\$ 18.42	217,640	D
Common Stock	08/24/2009	S	2,700	D	\$ 18.43	214,940	D
Common Stock	08/24/2009	S	100	D	\$ 18.435	214,840	D
Common Stock	08/24/2009	S	10,000	D	\$ 18.44	204,840	D
Common Stock	08/24/2009	S	400	D	\$ 18.445	204,440	D
Common Stock	08/24/2009	S	1,300	D	\$ 18.45	203,140	D
Common Stock	08/24/2009	S	500	D	\$ 18.455	202,640	D
Common Stock	08/24/2009	S	500	D	\$ 18.46	202,140	D
Common Stock	08/24/2009	S	300	D	\$ 18.463	201,840	D
Common Stock	08/24/2009	S	200	D	\$ 18.47	201,640	D
Common Stock	08/24/2009	S	100	D	\$ 18.48	201,540	D
Common Stock	08/24/2009	S	300	D	\$ 18.485	201,240	D
Common Stock	08/24/2009	S	300	D	\$ 18.49	200,940	D

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

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(9-02)

Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned
(e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned
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Derivative Security			Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		(Instr. 3 and 4)			
	Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
HANKIN ROCKELL N 200 FLYNN ROAD CAMARILLO, CA 93012-8790	X			

Signatures

Rockell N. Hankin by Randall H. Holliday under Power of Attorney dated November 3, 2008
(copy on file)

**Signature of Reporting Person

08/26/2009

Date

Explanation of Responses:

- * If the form is filed by more than one reporting person, *see* Instruction 4(b)(v).
- ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations. *See* 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

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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