

SEMTECH CORP  
Form 4  
August 26, 2009

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2005  
Estimated average burden hours per response... 0.5

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

(Print or Type Responses)

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

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

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)  
**200 FLYNN ROAD**  
  
(Street)

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

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

**CAMARILLO, CA 93012-8790**  
  
(City) (State) (Zip)

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

**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.

**Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.**

SEC 1474  
(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. Nu Deriv Secur Bene
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Derivative Security	Code	V	Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares	(Instr. 3 and 4)
			(A)	(D)					

## 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) 08/26/2009

\_\_Signature of Reporting Person 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. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.