

SEMTECH CORP  
Form 3  
March 03, 2008

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL

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**INITIAL STATEMENT OF 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 * |         |          | 2. Date of Event Requiring Statement<br>(Month/Day/Year) | 3. Issuer Name <b>and</b> Ticker or Trading Symbol | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year)       |
| (Last)                                    | (First) | (Middle) |  |  |  |  |
| Â NECAR RESAT NECDT                       |         |          | 02/27/2008   | SEMTECH CORP [SMTC]                                |  |  |
| 200 FLYNN ROAD                            |         |          |  |  | (Check all applicable)                           | 6. Individual or Joint/Group Filing(Check Applicable Line) |
| (Street)                                  |         |          |  |  |  | _X_ Form filed by One Reporting Person                     |
| CAMARILLO,Â CAÂ 93012-8790                |         |          |  |  |  | ___ Form filed by More than One Reporting Person           |
| (City)                                    | (State) | (Zip)    |  |  |  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 2,000  | I   | Held in spouse's IRA account                             |

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

SEC 1473 (7-02)

**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.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|--|--|--|
|   | Date Exercisable      Expiration Date                       | Title      Amount or Number of Shares  |  |  |  |

|                             |       |            |              |        |           | (I)<br>(Instr. 5) |   |
|-----------------------------|-------|------------|--------------|--------|-----------|-------------------|---|
| Stock Option (right to buy) | Â (1) | 05/11/2010 | Common Stock | 24,000 | \$ 25.875 | D                 | Â |
| Stock Option (right to buy) | Â (2) | 10/03/2011 | Common Stock | 25,000 | \$ 25.67  | D                 | Â |
| Stock Option (right to buy) | Â (3) | 08/21/2013 | Common Stock | 6,250  | \$ 17.35  | D                 | Â |
| Stock Option (right to buy) | Â (4) | 08/18/2014 | Common Stock | 15,000 | \$ 17.48  | D                 | Â |
| Stock Option (right to buy) | Â (5) | 09/29/2015 | Common Stock | 18,750 | \$ 15.54  | D                 | Â |
| Stock Option (right to buy) | Â (6) | 08/16/2013 | Common Stock | 20,000 | \$ 15.9   | D                 | Â |

## Reporting Owners

| Reporting Owner Name / Address                                   | Relationships |           |                  |       |
|--|---------------|-----------|------------------|-------|
|  | Director      | 10% Owner | Officer          | Other |
| NECAR RESAT NECDET<br>200 FLYNN ROAD<br>CAMARILLO, CA 93012-8790 | Â             | Â         | Â Vice President | Â     |

## Signatures

Resat Necdet  
Necar 03/03/2008

\_\_Signature of Reporting Person Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
- (1) This option vests in four equal annual installments from the grant date of May 11, 2000
- (2) This option vests in four equal annual installments from the grant date of October 3, 2001
- (3) This option vests in four equal annual installments from the grant date of August 21, 2003
- (4) This option vests in four equal annual installments from the grant date of August 18, 2004
- (5) This option vests in four equal annual installments from the grant date of September 29, 2005
- (6) This option vests in four equal annual installments from the grant date of August 16, 2007

Â

### Remarks:

On February 27, 2008 the Board of Directors determined that based on his current responsibilities, Â

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.