

KIM JAMES JUNGSUP
Form 4
March 11, 2013

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 *
KIM JAMES JUNGSUP

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)
03/08/2013

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

CAMARILLO, CA 93013-8790

(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	(D)	Price
Common Stock	03/08/2013		M		7,700	A	\$ 16.14
Common Stock	03/08/2013		M		6,225	A	\$ 11.23
Common Stock	03/08/2013		M		1,500	A	\$ 16.68
Common Stock	03/08/2013		S		18,175	D	\$ 33.1358
							<u>(1)</u>

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 Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Amount or Number of Shares
Stock Option (Right To Buy)	\$ 16.14	03/08/2013		M	7,700	⁽²⁾ 06/07/2013	Common Stock	7,700
Stock Option (Right To Buy)	\$ 11.23	03/08/2013		M	6,225	⁽³⁾ 02/24/2015	Common Stock	6,225
Stock Option (Right To Buy)	\$ 16.68	03/08/2013		M	6,225	⁽⁴⁾ 03/02/2016	Common Stock	1,500

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
KIM JAMES JUNGSUP 200 FLYNN ROAD CAMARILLO, CA 93013-8790			Senior Vice President	

Signatures

James Jungsup Kim by Randall H. Holliday under Power of Attorney dated November 6, 2008 (Copy On File)

03/11/2013

__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).
- (1) This price represents the weighted average of these sales. The prices ranged from \$32.7100 to \$33.3900. Price and share details are available upon request.
- (2) This award vests in three annual installments beginning on June 6, 2008.
- (3) This award vests in three annual installments beginning on February 24, 2010.
- (4) This award vests in three annual installments beginning on March 2, 2011.

Remarks:

These transactions were effected pursuant to a Rule 10b5-1 trading plan adopted by Mr. Kim on January 8, 2013.

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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