

SEMTECH CORP

Form 3

May 19, 2015

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

OMB APPROVAL

OMB
Number: 3235-0104Expires: January 31,
2005Estimated average
burden hours per
response... 0.5**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
Â Costello Mark C
(Last) (First) (Middle) 05/14/20153. Issuer Name and Ticker or Trading Symbol
SEMTECH CORP [SMTC]4. Relationship of Reporting
Person(s) to Issuer5. If Amendment, Date Original
Filed(Month/Day/Year)

(Check all applicable)

____ Director ____ 10%
Owner__X__ Officer ____ Other
(give title below) (specify below)
Vice President6. Individual or Joint/Group
Filing(Check Applicable Line)
__X__ Form filed by One Reporting
Person
____ Form filed by More than One
Reporting Person

200 FLYNN ROAD

(Street)

CAMARILLO,Â CAÂ 93012-8790

(City)

(State)

(Zip)

Table I - Non-Derivative Securities Beneficially Owned1. Title of Security
(Instr. 4)2. Amount of Securities
Beneficially Owned
(Instr. 4)3. Ownership
Form:
Direct (D)
or Indirect
(I)
(Instr. 5)4. Nature of Indirect Beneficial
Ownership
(Instr. 5)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
(Instr. 4)2. Date Exercisable and
Expiration Date
(Month/Day/Year)Date Expiration
Exercisable Date3. Title and Amount of
Securities Underlying
Derivative Security
(Instr. 4)

Title

Amount or
Number of
Shares4. Conversion
or Exercise
Price of
Derivative
Security5. Ownership
Form of
Derivative
Security:
Direct (D)
or Indirect
(I)
(Instr. 5)6. Nature of Indirect
Beneficial Ownership
(Instr. 5)

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Stock Option (Right to Buy)	Â (2)	05/13/2021	Common Stock	7,500	\$ 23.28	D	Â
Stock Option (Right to Buy)	Â (1)	08/14/2019	Common Stock	7,800	\$ 29.21	D	Â
Restricted Stock Units	Â (3)	Â (3)	Common Stock	8,000	\$ (4)	D	Â
Restricted Stock Units	Â (5)	Â (5)	Common Stock	8,000	\$ (4)	D	Â
Restricted Stock Units	Â (6)	Â (6)	Common Stock	5,000	\$ (4)	D	Â
Restricted Stock Units	Â (7)	Â (7)	Common Stock	6,500	\$ (4)	D	Â
Restricted Stock Units	Â (2)	Â (2)	Common Stock	7,500	\$ (4)	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Costello Mark C 200 FLYNN ROAD CAMARILLO, CA 93012-8790	Â	Â	Â Vice President	Â

Signatures

Mark C. Costello by Charles B. Ammann under Power of Attorney dated May 15, 2015 (Copy Attached)

05/19/2015

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 award vests in four annual installments beginning on August 14, 2014.
- (2) This award vests in four annual installments beginning on May 13, 2016.
- (3) This award vests in four annual installments beginning on August 17, 2012.
- (4) Each Restricted Stock Unit represents the contingent right to one share of the company's common stock.
- (5) This award vests in four annual installments beginning on August 15, 2013.
- (6) This award vests in four annual installments beginning on August 14, 2014.
- (7) This award vests in four annual installments beginning on August 13, 2015.

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Remarks:

The Board of Directors determined that Mr. Costello is subject to Section 16(a) of the Securities Exchange Act of 1934, as amended, beginning on May 14, 2015.

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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