

KEELEY ROBERT
Form 4
April 17, 2003

| F O R M 4 |

☐ Check this box if
no longer Subject
to Section 16.

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or
 Section 17(a) of the Public Utility Holding Company Act of 1935 or
 Section 30(f) of the Investment Company Act 1940

1.Name and Address of Reporting Person*			2.Issuer Name and Ticker or Trading Symbol		6.Rel
Keeley	Robert	H.	Simtek Corporation (SRAM)		Issu
-----			-----		X Di
(Last)	(First)	(MI)	3.IRS Identification	4.Statement for Month/	Off
			Number of Reporting	Day/Year	---(gi
			Person, if an entity		
			(Voluntary)	April 16, 2003	
P. O. Box 25599					---
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(Street)			--	5.If Amendment, Date of	7. Ind
				Original (Month/Day/	(Ch
				Year)	
					X Fo
				--	---
					Fo
Silverthorne	CO	80497			--- Re
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(City)	(State)	(Zip)			

TABLE I - Non-Derivative Securities Acquired, Disp

[illegible]

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[illegible]

Reminder: Report on a separate line for each class securities owned directly or indirectly.
*If the form is filed by more than one reporting person, see Instruction 4 (b) (v).

FORM 4 (continued)

TABLE II - Derivative Securities Acquired, Disposed of, Beneficially
(e.g., puts, calls, warrants, options, convertible security)

[illegible]

[illegible]

Column 6: These options vest over 6 months, however, the director must remain on the board for 6 order for the options to vest.

/s/ Douglas Mitche

**Signature of

*By Douglas Mitchel

Know all by these presents, that the undersigned hereby constitutes and appoints each of Kimberley Carothers, Douglas Mitchell, and Kim Stankey, signing singly, the undersigned's true and lawful attorney-in-fact to:

- (1) execute for and on behalf of the undersigned, in the undersigned's capacity as an officer and, or director of Simtek Corporation (the "Company"), Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended, and the rules thereunder;
- (2) do and perform any and all acts for and on behalf of the undersigned which may be necessary or desirable to complete and execute any such Form 3, 4 and 5 and timely file such form with the United States Securities and Exchange Commission and any stock exchange or similar authority; and
- (3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be of benefit to, in the best interest of, or legally required by, the undersigned, it being understood that the documents executed by such attorney-in-fact on behalf of the undersigned pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

The undersigned hereby grants to each such attorney-in-fact full power and

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authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as the undersigned might or could do if personally present, with full power of substitution or revocation, hereby ratifying and confirming all that such attorney-in-fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this power of attorney and the rights and powers herein granted. The undersigned acknowledges that the foregoing attorneys-in-fact, in serving in such capacity at the request of the undersigned, are not assuming, nor is the Company assuming, any of the undersigned's responsibilities to comply with Section 16 of the Securities Exchange Act of 1934.

This Power of Attorney shall remain in full force and effect until the undersigned is no longer required to file Forms 3, 4 and 5 with respect to the undersigned's holdings of and transactions in securities issued by the Company, unless earlier revoked by the undersigned in a signed writing delivered to the foregoing attorneys-in-fact.

IN WITNESS WHEREOF, the undersigned has caused this Power of Attorney to be executed as of this 9th day of February, 2003.

/s/ Robert Keeley

Name: Robert Keeley