

MAHESWARAN MOHAN

Form 4

December 04, 2018

FORM 4**UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549**

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

OMB APPROVAL

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(Print or Type Responses)

1. Name and Address of Reporting Person *
MAHESWARAN MOHAN

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

3. Date of Earliest Transaction
(Month/Day/Year)
12/04/2018

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

President and CEO

(Street)

4. If Amendment, Date Original
Filed(Month/Day/Year)

CAMARILLO, CA 93012-8790

6. Individual or Joint/Group Filing(Check
Applicable Line)
X Form filed by One Reporting Person
____ Form filed by More than One Reporting
Person

(City) (State) (Zip)

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)
Common Stock	12/04/2018		M	25,740	A \$ 24.74	161,705	D
Common Stock	12/04/2018		S	8,510	D \$ (1) 50.4876	153,195	D
Common Stock	12/04/2018		S	12,508	D \$ (2) 51.3203	140,687	D
Common Stock	12/04/2018		S	4,722	D \$ (3) 52.1493	135,965	D

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

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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 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. Title and Amount of Underlying Securities (Instr. 3 and 4)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Option (right to buy)	\$ 24.74	12/04/2018		M	25,740	02/25/2015	02/25/2020	SMTC	25,740

Reporting Owners

Reporting Owner Name / Address	Relationships
	Director 10% Owner Officer Other
MAHESWARAN MOHAN 200 FLYNN ROAD CAMARILLO, CA 93012-8790	President and CEO

Signatures

/s/Mohan Maheswaran by Charles B. Ammann under Power of Attorney dated February 25, 2014 (Copy On File) 12/04/2018

__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 \$49.9600 to \$50.9500. Price and share details are available upon request.
- (2) This price represents the weighted average of these sales. The prices ranged from \$50.9700 to \$51.9700. Price and share details are available upon request.
- (3) This price represents the weighted average of these sales. The prices ranged from \$51.9800 to \$52.3600. Price and share details are available upon request.

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.