

SEMTECH CORP
Form 3
November 16, 2006

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 (Month/Day/Year) | 3. Issuer Name and Ticker or Trading Symbol | 4. Relationship of Reporting Person(s) to Issuer | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| Â BENNETT ALAN MARTIN | | | 11/07/2006 | SEMTECH CORP [SMTC] | | |
| (Last) | (First) | (Middle) | | | | |
| 200 FLYNN ROAD | | | | | | |
| (Street) | | | | (Check all applicable) | | |
| CAMARILLO,Â CAÂ 93012-8790 | | | | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner | 6. Individual or Joint/Group Filing(Check Applicable Line) | |
| (City) | (State) | (Zip) | | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (specify below) | <input checked="" type="checkbox"/> Form filed by One Reporting Person | |
| | | | | Interim CFO | <input type="checkbox"/> Form filed by More than One Reporting Person | |

Table I - Non-Derivative Securities Beneficially Owned

| 1. 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) |
|------------------------------------|--|---|---|
| Common Stock | 60 | I | Held in Uniform Gifts to Minors Act trust for minor child |

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) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|--|--|--|
| | Date Exercisable | Title | Amount or Number of | | |

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| | | | | Shares | | or Indirect (I) (Instr. 5) | |
|-----------------------|-------|------------|-----------------|--------|-----------|----------------------------------|---|
| Option (right to buy) | Â (1) | 12/22/2010 | Common Stock | 10,750 | \$ 15.375 | D | Â |
| Option (right to buy) | Â (2) | 10/06/2011 | Common Stock | 3,000 | \$ 25.67 | D | Â |
| Option (right to buy) | Â (3) | 08/29/2012 | Common Stock | 5,000 | \$ 14.05 | D | Â |
| Option (right to buy) | Â (4) | 08/21/2013 | Common Stock | 6,500 | \$ 17.35 | D | Â |
| Option (right to buy) | Â (5) | 08/18/2014 | Common Stock | 7,000 | \$ 17.48 | D | Â |
| Option (right to buy) | Â (6) | 09/29/2015 | Common Stock | 7,000 | \$ 15.54 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|---------------|-------|
| | Director | 10% Owner | Officer | Other |
| BENNETT ALAN MARTIN 200 FLYNN ROAD CAMARILLO, CA 93012-8790 | Â | Â | Â Interim CFO | Â |

Signatures

Alan Martin
Bennett

11/16/2006

**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 4 equal annual installments beginning December 22, 2001

(2) This option vests in 4 equal annual installments beginning October 3, 2002

(3) This option vests in 4 equal annual installments beginning August 29, 2003

(4) This option vests in 4 equal annual installments beginning August 21, 2004

(5) This option vests in 4 equal annual installments beginning August 18, 2005

(6) This option vests in 4 equal annual installments beginning September 29, 2006

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.