ATHEROS COMMUNICATIONS INC

Form 4

August 02, 2007

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

3235-0287

Expires:

January 31, 2005

0.5

Estimated average burden hours per

OMB APPROVAL

response...

if no longer subject to Section 16. Form 4 or

Check this box

Form 5 obligations may continue. See Instruction

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

1(b).

(Last)

C/O ATHEROS

(Print or Type Responses)

1. Name and Address of Reporting Person * 5. Relationship of Reporting Person(s) to 2. Issuer Name and Ticker or Trading LAZAR JACK R Issuer Symbol ATHEROS COMMUNICATIONS (Check all applicable) INC [ATHR]

(Middle)

3. Date of Earliest Transaction

Director 10% Owner Other (specify X_ Officer (give title

(Month/Day/Year) 08/01/2007

below)

Chief Financial Officer and VP

COMMUNICATIONS, INC., 5480 GREAT AMERICA PARKWAY

(First)

(Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year)

X Form filed by One Reporting Person Form filed by More than One Reporting

Person

SANTA CLARA,, CA 95054

(City)	(State)	(Zip) Tab	le I - Non-l	Derivativo	e Secu	rities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)		sed of 4 and (A) or	` '	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	08/01/2007		S(1)	1,400	D	\$ 27.6	31,807	D	
Common Stock	08/01/2007		S(1)	762	D	\$ 27.59	31,045	D	
Common Stock	08/01/2007		S(1)	1,600	D	\$ 27.58	29,445	D	
Common Stock	08/01/2007		S <u>(1)</u>	100	D	\$ 27.575	29,345	D	
	08/01/2007		S <u>(1)</u>	1,100	D	\$ 27.57	28,245	D	

Common Stock							
Common Stock	08/01/2007	S <u>(1)</u>	900	D	\$ 27.56	27,345	D
Common Stock	08/01/2007	S <u>(1)</u>	1,800	D	\$ 27.55	25,545	D
Common Stock	08/01/2007	S <u>(1)</u>	1,000	D	\$ 27.54	24,545	D
Common Stock	08/01/2007	S <u>(1)</u>	3,002	D	\$ 27.53	21,543	D
Common Stock	08/01/2007	S <u>(1)</u>	1,500	D	\$ 27.52	20,043	D
Common Stock	08/01/2007	S <u>(1)</u>	1,700	D	\$ 27.51	18,343	D
Common Stock	08/01/2007	S <u>(1)</u>	100	D	\$ 27.509	18,243	D
Common Stock	08/01/2007	S(1)	100	D	\$ 27.5005	18,143	D
Common Stock	08/01/2007	S(1)	1,400	D	\$ 27.5	16,743	D
Common Stock	08/01/2007	S <u>(1)</u>	800	D	\$ 27.48	15,943	D
Common Stock	08/01/2007	S <u>(1)</u>	1,000	D	\$ 27.47	14,943	D
Common Stock	08/01/2007	S <u>(1)</u>	100	D	\$ 27.465	14,843	D
Common Stock	08/01/2007	S <u>(1)</u>	200	D	\$ 27.46	14,643	D
Common Stock	08/01/2007	S(1)	500	D	\$ 27.44	14,143	D
Common Stock	08/01/2007	S <u>(1)</u>	700	D	\$ 27.42	13,443	D
Common Stock	08/01/2007	S <u>(1)</u>	700	D	\$ 27.41	12,743	D
Common Stock	08/01/2007	S <u>(1)</u>	1,600	D	\$ 27.38	11,143	D
Common Stock	08/01/2007	S(1)	600	D	\$ 27.37	10,543	D
Common Stock	08/01/2007	S <u>(1)</u>	168	D	\$ 27.35	10,375	D
	08/01/2007	S(1)	708	D	\$ 27.31	9,667	D

Edgar Filing: ATHEROS COMMUNICATIONS INC - Form 4

Common Stock							
Common Stock	08/01/2007	S(1)	1,700	D	\$ 27.3	7,967	D
Common Stock	08/01/2007	S(1)	400	D	\$ 27.275	7,567	D
Common Stock	08/01/2007	S <u>(1)</u>	900	D	\$ 27.27	6,667	D

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

Persons who respond to the collection of SEC 1474 information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

(9-02)

9. Nu Deriv Secu Bene Own Follo Repo Trans (Insti

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)	4. Transac Code (Instr. 8	5. tionNumber of) Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	3	ate	7. Title Amour Underl Securit (Instr. 3	nt of ying	8. Price of Derivative Security (Instr. 5)
			Code '	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	

Reporting Owners

Relationships **Reporting Owner Name / Address** Director 10% Owner Officer Other

LAZAR JACK R C/O ATHEROS COMMUNICATIONS, INC. 5480 GREAT AMERICA PARKWAY SANTA CLARA,, CA 95054

Chief Financial Officer and VP

Signatures

Bruce P. Johnson, 08/02/2007 Attorney-in-fact

**Signature of Reporting Person Date

Reporting Owners 3

Edgar Filing: ATHEROS COMMUNICATIONS INC - Form 4

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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.

Remarks:

Remarks: Form 4 Filing 2 of 2 (continuation report): Related transactions effected by the Reporting Person on August 1, 200 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.