

SEMTECH CORP  
Form 3  
May 19, 2015

**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 <b>and</b> Ticker or Trading Symbol	4. Relationship of Reporting Person(s) to Issuer	5. If Amendment, Date Original Filed(Month/Day/Year)
Â Costello Mark C			05/14/2015	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
				Vice President		<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)
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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) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable      Expiration Date	Title      Amount or Number of Shares			

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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.

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.