### Edgar Filing: FOSTER THOMAS J - Form 4

FOSTER TH	IOMAS J										
Form 4											
May 13, 200	5										
FORM	14								OMB AF	PROVAL	
	UNITE	D STATES		ATTIES A hington,			NGE C	COMMISSION	OMB Number:	3235-0287	
Check the if no long									Expires:	January 31,	
subject to Section 1 Form 4 o	F CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES						Estimated average burden hours per response 0.5				
Form 5 obligations may continue.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 19401(b).30(h) of the Investment Company Act of 1940											
(Print or Type I	Responses)										
1. Name and Address of Reporting Person <u>*</u> FOSTER THOMAS J			2. Issuer Name <b>and</b> Ticker or Trading Symbol ATHEROS COMMUNICATIONS INC [ATHR]				-	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)			
<b>(</b>		<b></b>	-	-					100		
	CATIONS, IN	(Middle) JC., 529	3. Date of (Month/D 05/13/20	-	ansaction			Director X Officer (give below) Vice		o Owner er (specify S	
ALMANOR	RAVENUE										
				ndment, Date Original th/Day/Year)				<ul> <li>6. Individual or Joint/Group Filing(Check Applicable Line)</li> <li>_X_ Form filed by One Reporting Person</li> <li> Form filed by More than One Reporting</li> </ul>			
SUNNYVA	LE,, CA 9408	5						Form filed by N Person	lore than One Re	porting	
(City)	(State)	(Zip)	Table	e I - Non-D	erivative S	Securit	ties Acq	uired, Disposed of	, or Beneficial	ly Owned	
1.Title of Security (Instr. 3)2. Transaction Date (Month/Day/Year)2A. Deemed Execution Date, if any (Month/Day/Year)		on Date, if	3. 4. Securities Acquired Transaction(A) or Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (A)			Securities Beneficially Owned	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)				
				Code V	Amount	or (D)	Price	(Instr. 3 and 4)			
Common Stock	05/13/2005			М	10,000	A	\$ 1.72	12,943 <u>(1)</u>	D		
Common Stock	05/13/2005			D	10,000	D	\$8	2,943	D		

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

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 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. 5. Number of Transactio-Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amou or Numb of Sha
Employee Stock Option (right to buy)	\$ 1.72	05/13/2005		М	10,000	11/14/2001 <u>(2)</u>	11/14/2011	Common Stock	10,0

# **Reporting Owners**

Owner	Officer	Other
		Other
	Vice President Sales	
		Vice President

## Signatures

Bruce P. Johnson,	05/13/2005
Attorney-in-fact	03/13/2003

<u>\*\*</u>Signature of Reporting Person

## **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) Includes 1,595 shares acquired in May 2005 pursuant to the 2004 Employee Stock Purchase Plan.

Date

All of the options became exercisable on 11/14/2001. The shares underlying the options are subject to the issuer's right of repurchase that
 (2) lapsed as to 25% of the shares on 11/5/2002, and lapses as to the remaining shares in 36 equal monthly installments beginning on 12/5/2002.

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.