### Edgar Filing: ATHEROS COMMUNICATIONS INC - Form 4

ATHEROS COMMUNICATIONS INC Form 4 January 24, 2007 **OMB APPROVAL** FORM 4 UNITED STATES SECURITIES AND EXCHANGE COMMISSION OMB 3235-0287 Washington, D.C. 20549 Number: Check this box January 31, Expires: if no longer 2005 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF subject to Estimated average **SECURITIES** Section 16. burden hours per Form 4 or response... 0.5 Form 5 Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934, obligations Section 17(a) of the Public Utility Holding Company Act of 1935 or Section may continue. 30(h) of the Investment Company Act of 1940 See Instruction 1(b). (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 HENNESSY JOHN L Issuer Symbol ATHEROS COMMUNICATIONS (Check all applicable) INC [ATHR] (Last) (First) (Middle) 3. Date of Earliest Transaction \_X\_\_ Director 10% Owner Officer (give title Other (specify (Month/Day/Year) below) below) C/O ATHEROS 01/24/2007 COMMUNICATIONS, INC., 5480 **GREAT AMERICA PARKWAY** (Street) 4. If Amendment, Date Original 6. Individual or Joint/Group Filing(Check Filed(Month/Day/Year) Applicable Line) \_X\_ Form filed by One Reporting Person Form filed by More than One Reporting SANTA CLARA,, CA 95054 Person (City) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned 1.Title of 3. 2. Transaction Date 2A. Deemed 4. Securities Acquired 5. Amount of 6. Ownership 7. Nature of Transaction(A) or Disposed of (D) Securities Form: Direct Indirect Security (Month/Day/Year) Execution Date, if (Instr. 3) Code (Instr. 3, 4 and 5) Beneficially (D) or Beneficial anv (Month/Day/Year) (Instr. 8) Owned Indirect (I) Ownership Following (Instr. 4) (Instr. 4) Reported (A) Transaction(s) or (Instr. 3 and 4) Price Code V Amount (D) See Common 01/24/2007 S<sup>(1)</sup> 400 D 141,399 I Footnote 22.51 Stock (2) See Common 01/24/2007 S<sup>(1)</sup> 400 D 140,999 I Footnote 22.49 Stock (2) See Common **S**<sup>(1)</sup> 600 D 01/24/2007 140,399 I Footnote Stock (2)

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Common Stock	01/24/2007	S <u>(1)</u>	100	D	\$ 22.47	140,299	Ι	See Footnote $(2)$
Common Stock	01/24/2007	S <u>(1)</u>	800	D	\$ 22.44	139,499	I	See Footnote (2)
Common Stock	01/24/2007	S <u>(1)</u>	100	D	\$ 22.43	139,399	I	See Footnote $(2)$
Common Stock	01/24/2007	S <u>(1)</u>	200	D	\$ 22.42	139,199	I	See Footnote (2)
Common Stock	01/24/2007	S <u>(1)</u>	700	D	\$ 22.4	138,499	Ι	See Footnote
Common Stock	01/24/2007	S <u>(1)</u>	433	D	\$ 22.39	138,066	Ι	See Footnote
Common Stock	01/24/2007	S <u>(1)</u>	67	D	\$ 22.38	137,999	Ι	See Footnote
Common Stock	01/24/2007	S <u>(1)</u>	100	D	\$ 22.33	137,899	Ι	See Footnote (2)

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

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 Acquired, Disposed of, or Beneficially Owned

 (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative	2. Conversion	3. Transaction Date (Month/Day/Year)		4. Transact	5. ionNumber	6. Date Exerce Expiration D		7. Title Amou		8. Price of Derivative	9. Nu Deriv
Security	or Exercise	( · · · · · · · · · · · · · · · · · · ·	any	Code	of	(Month/Day/		Under		Security	Secu
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8)		` J	/	Securi		(Instr. 5)	Bene
	Derivative				Securities				3 and 4)		Owne
	Security				Acquired				,		Follo
					(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						
					4, and 5)						
				Code V	(A) (D)	Date	Expiration	Title	Amount		
						Exercisable	Date		or		
									Number		
									of		

#### Shares

# **Reporting Owners**

Reporting Owner Name / Address	Relationships							
FB	Director	10% Owner	Officer	Other				
HENNESSY JOHN L C/O ATHEROS COMMUNICATIONS 5480 GREAT AMERICA PARKWAY SANTA CLARA,, CA 95054	S, INC.	Х						
Signatures								
Bruce P. Johnson, Attorney-in-fact	01/24/2	2007						
**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) The sales reported in this Form 4 were effected pursuant to a Rule 10b5-1 trading plan.
- (2) By the 1993 Hennessy Revocable Trust

#### **Remarks:**

Remarks: Form 4 Filing 2 of 2 (continuation report): Related transactions effected by the Reporting Person on January 24, 20

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.