

ATHEROS COMMUNICATIONS INC  
Form 4  
December 19, 2007

**FORM 4** UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549

OMB APPROVAL  
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**STATEMENT OF CHANGES IN 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 \*  
LAZAR JACK R

2. Issuer Name and Ticker or Trading Symbol  
ATHEROS COMMUNICATIONS INC [ATHR]

5. Relationship of Reporting Person(s) to Issuer  
(Check all applicable)  
 Director  10% Owner  
 Officer (give title below)  Other (specify below)  
Chief Financial Officer and VP

(Last) (First) (Middle)  
C/O ATHEROS COMMUNICATIONS, INC., 5480 GREAT AMERICA PARKWAY  
(Street)

3. Date of Earliest Transaction (Month/Day/Year)  
12/17/2007

SANTA CLARA,, CA 95054  
(City) (State) (Zip)

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)  
 Form filed by One Reporting Person  
 Form filed by More than One Reporting Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

1. Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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 Ownership (Instr. 4)
				Code V Amount (A) or (D) Price			
Common Stock	12/17/2007		S <sup>(1)</sup>	100 D \$ 29.458	28,151	D	
Common Stock	12/17/2007		S <sup>(1)</sup>	2,300 D \$ 29.45	25,851	D	
Common Stock	12/17/2007		S <sup>(1)</sup>	100 D \$ 29.449	25,751	D	
Common Stock	12/17/2007		S <sup>(1)</sup>	100 D \$ 29.447	25,651	D	
	12/17/2007		S <sup>(1)</sup>	400 D \$ 29.44	25,251	D	

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Common Stock							
Common Stock	12/17/2007	<u>S(1)</u>	1,500	D	\$ 29.43	23,751	D
Common Stock	12/17/2007	<u>S(1)</u>	1,000	D	\$ 29.42	22,751	D
Common Stock	12/17/2007	<u>S(1)</u>	500	D	\$ 29.41	22,251	D
Common Stock	12/17/2007	<u>S(1)</u>	400	D	\$ 29.4	21,851	D
Common Stock	12/17/2007	<u>S(1)</u>	100	D	\$ 29.39	21,751	D
Common Stock	12/17/2007	<u>S(1)</u>	300	D	\$ 29.36	21,451	D
Common Stock	12/17/2007	<u>S(1)</u>	500	D	\$ 29.35	20,951	D
Common Stock	12/17/2007	<u>S(1)</u>	100	D	\$ 29.349	20,851	D
Common Stock	12/17/2007	<u>S(1)</u>	100	D	\$ 29.34	20,751	D
Common Stock	12/17/2007	<u>S(1)</u>	300	D	\$ 29.31	20,451	D
Common Stock	12/17/2007	<u>S(1)</u>	600	D	\$ 29.29	19,851	D
Common Stock	12/17/2007	<u>S(1)</u>	200	D	\$ 29.28	19,651	D
Common Stock	12/17/2007	<u>S(1)</u>	984	D	\$ 29.27	18,667	D
Common Stock	12/17/2007	<u>S(1)</u>	600	D	\$ 29.26	18,067	D
Common Stock	12/17/2007	<u>S(1)</u>	100	D	\$ 29.259	17,967	D
Common Stock	12/17/2007	<u>S(1)</u>	100	D	\$ 29.24	17,867	D
Common Stock	12/17/2007	<u>S(1)</u>	700	D	\$ 29.23	17,167	D
Common Stock	12/17/2007	<u>S(1)</u>	100	D	\$ 29.17	17,067	D
Common Stock	12/17/2007	<u>S(1)</u>	100	D	\$ 29.159	16,967	D
	12/17/2007	<u>S(1)</u>	400	D	\$ 29.14	16,567	D

Common  
Stock

Common Stock 12/17/2007 S<sup>(1)</sup> 600 D \$ 29.13 15,967 D

Common Stock 12/17/2007 S<sup>(1)</sup> 400 D \$ 29.12 15,567 D

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

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(9-02)

**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. Transaction Code (Instr. 8)	5. Number of Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Reporting Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares

## Reporting Owners

### Reporting Owner Name / Address

### Relationships

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,  
Attorney-in-fact 12/19/2007

    \*\*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.

### Remarks:

Remarks: Form 4 Filing 3 of 4 (continuation report): Related transactions effected by the Reporting Person on December 17,

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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