

FAINTUCH AMIR
Form 3
December 02, 2010

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 *

Â FAINTUCH AMIR
(Last) (First) (Middle)

2. Date of Event Requiring Statement

(Month/Day/Year)
11/29/2010

3. Issuer Name and Ticker or Trading Symbol

ATHEROS COMMUNICATIONS INC [ATHR]

4. Relationship of Reporting Person(s) to Issuer

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

(Check all applicable)

Director 10% Owner
 Officer Other
(give title below) (specify below)
Senior Vice President & GM

C/O ATHEROS COMMUNICATIONS, INC.,Â 1700 TECHNOLOGY DRIVE

(Street)

SAN JOSE,,Â CAÂ 95110

(City) (State) (Zip)

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 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)
Common Stock	24,480 ⁽¹⁾	D	Â

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

SEC 1473 (7-02)

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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	4. Conversion or Exercise	5. Ownership Form of	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	(Instr. 4) Title	Amount or Number of Shares	Price of Derivative Security	Derivative Security: Direct (D) or Indirect (I) (Instr. 5)	
Employee Stock Options (right to buy)	Â (2)	09/16/2018	Common Stock	100,000	\$ 24.39	D	Â
Employee Stock Options (right to buy)	Â (3)	02/10/2017	Common Stock	50,000	\$ 34.02	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
FAINTUCH AMIR C/O ATHEROS COMMUNICATIONS, INC. 1700 TECHNOLOGY DRIVE SAN JOSE,, CA 95110	Â	Â	Â Senior Vice President & GM	Â

Signatures

Bruce P. Johnson,
Attorney-in-fact

12/02/2010

__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).

- Includes 14,063 Restricted Stock Units that will vest and be settled in shares of Common Stock in nine equal quarterly installments commencing on February 8, 2011 and 10,417 Restricted Stock Units that will vest and be settled in shares of Common Stock in five equal quarterly installments commencing on February 8, 2011.
- (1) commencing on February 8, 2011 and 10,417 Restricted Stock Units that will vest and be settled in shares of Common Stock in five equal quarterly installments commencing on February 8, 2011.
 - (2) 25% of the options became exercisable on 9/15/2009, and the remaining options became exercisable in 36 equal monthly installments beginning on 10/15/2009.
 - (3) The options become exercisable in 48 equal monthly installments commencing on March 11, 2010.

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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