

MENG TERESA H
Form 4
January 04, 2005

FORM 4

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

OMB APPROVAL

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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 *
MENG TERESA H

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

5. Relationship of Reporting Person(s) to Issuer
(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)
01/03/2005

Director 10% Owner
 Officer (give title below) Other (specify below)

C/O ATHEROS COMMUNICATIONS, INC., 529 ALMANOR AVENUE

(Street)

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

SYNNYVALE, CA 94085

(City) (State) (Zip)

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 Ownership (Instr. 4)
				(A) or (D) Code V Amount Price			
Common Stock	01/03/2005		S ⁽¹⁾	3,000 D \$ 10.46	2,191,000	I	By Teresa H. Meng Trust
Common Stock	01/03/2005		S ⁽¹⁾	4,806 D \$ 10.38	2,186,194	I	By Teresa H. Meng Trust
Common Stock	01/03/2005		S ⁽¹⁾	3,000 D \$ 10.33	2,183,194	I	By Teresa H. Meng Trust

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Common Stock	01/03/2005	<u>S</u> (1)	3,000	D	\$ 10.32	2,180,194	I	By Teresa H. Meng Trust
Common Stock	01/03/2005	<u>S</u> (1)	5,000	D	\$ 10.3	2,175,194	I	By Teresa H. Meng Trust
Common Stock	01/03/2005	<u>S</u> (1)	3,000	D	\$ 10.29	2,172,194	I	By Teresa H. Meng Trust
Common Stock	01/03/2005	<u>S</u> (1)	3,000	D	\$ 10.28	2,169,194	I	By Teresa H. Meng Trust
Common Stock	01/03/2005	<u>S</u> (1)	3,000	D	\$ 10.23	2,166,194	I	By Teresa H. Meng Trust
Common Stock	01/03/2005	<u>S</u> (1)	2,000	D	\$ 10.2	2,164,194	I	By Teresa H. Meng Trust
Common Stock	01/03/2005	<u>S</u> (1)	5,000	D	\$ 10.18	2,159,194	I	By Teresa H. Meng Trust
Common Stock	01/03/2005	<u>S</u> (1)	3,000	D	\$ 10.16	2,156,194	I	By Teresa H. Meng Trust
Common Stock	01/03/2005	<u>S</u> (1)	2,194	D	\$ 10.15	2,154,000	I	By Teresa H. Meng Trust
Common Stock	01/03/2005	<u>S</u> (1)	3,000	D	\$ 10.12	2,151,000	I	By Teresa H. Meng Trust
Common Stock	01/03/2005	<u>S</u> (1)	3,000	D	\$ 10.1	2,148,000	I	By Teresa H. Meng Trust
Common Stock	01/03/2005	<u>S</u> (1)	236	D	\$ 10.08	2,147,764	I	By Teresa H. Meng Trust
Common Stock	01/03/2005	<u>S</u> (1)	3,000	D	\$ 10.07	2,144,764	I	By Teresa H. Meng Trust
Common Stock	01/03/2005	<u>S</u> (1)	3,000	D	\$ 10.06	2,141,764	I	By Teresa H. Meng Trust
Common Stock	01/03/2005	<u>S</u> (1)	2,000	D	\$ 10.05	2,139,764	I	By Teresa H. Meng Trust

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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 Beneficially Owned Following Reported Transaction (Instr. 6)
Common Stock		01/03/2005		S ⁽¹⁾	3,000 D	\$ 10.03	2,136,764	I	Trust By Teresa H. Meng Trust
Common Stock		01/03/2005		S ⁽¹⁾	1,500 D	\$ 10.01	2,135,264	I	Trust By Teresa H. Meng Trust
Common Stock		01/03/2005		S ⁽¹⁾	1,264 D	\$ 10	2,134,000	I	Trust By Teresa H. Meng Trust
Common Stock		01/03/2005		S ⁽¹⁾	3,000 D	\$ 9.99	2,131,000	I	Trust By Teresa H. Meng Trust
Common Stock		01/03/2005		S ⁽¹⁾	3,000 D	\$ 9.95	2,128,000	I	Trust By Teresa H. Meng Trust
Common Stock		01/03/2005		S ⁽¹⁾	837 D	\$ 9.91	2,127,163	I	Trust By Teresa H. Meng Trust
Common Stock		01/03/2005		S ⁽¹⁾	7,263 D	\$ 9.9	2,119,900	I	Trust By Teresa H. Meng Trust
Common Stock		01/03/2005		S ⁽¹⁾	5,900 D	\$ 9.89	2,114,000	I	Trust By Teresa H. Meng Trust

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. 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 Beneficially Owned Following Reported Transaction (Instr. 6)
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or

