

ATHEROS COMMUNICATIONS INC  
 Form 4  
 June 17, 2008

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

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

3. Date of Earliest Transaction (Month/Day/Year)  
 06/16/2008

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

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 Beneficial Ownership (Instr. 4)
Common Stock	06/16/2008		S <sup>(1)</sup>	4,900 D \$ 34	265,100	I	See Footnote (2)
Common Stock	06/16/2008		S <sup>(1)</sup>	600 D \$ 33.59	264,500	I	See Footnote (2)
Common Stock	06/16/2008		S <sup>(1)</sup>	52 D \$ 33.53	264,448	I	See Footnote (2)

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Common Stock	06/16/2008	<u>S<sup>(1)</sup></u>	14	D	\$ 33.52	264,434	I	See Footnote <u>(2)</u>
Common Stock	06/16/2008	<u>S<sup>(1)</sup></u>	100	D	\$ 33.5	264,334	I	See Footnote <u>(2)</u>
Common Stock	06/16/2008	<u>S<sup>(1)</sup></u>	600	D	\$ 33.481	263,734	I	See Footnote <u>(2)</u>
Common Stock	06/16/2008	<u>S<sup>(1)</sup></u>	600	D	\$ 33.461	263,134	I	See Footnote <u>(2)</u>
Common Stock	06/16/2008	<u>S<sup>(1)</sup></u>	100	D	\$ 33.451	263,034	I	See Footnote <u>(2)</u>
Common Stock	06/16/2008	<u>S<sup>(1)</sup></u>	500	D	\$ 33.44	262,534	I	See Footnote <u>(2)</u>
Common Stock	06/16/2008	<u>S<sup>(1)</sup></u>	600	D	\$ 33.411	261,934	I	See Footnote <u>(2)</u>
Common Stock	06/16/2008	<u>S<sup>(1)</sup></u>	700	D	\$ 33.391	261,234	I	See Footnote <u>(2)</u>
Common Stock	06/16/2008	<u>S<sup>(1)</sup></u>	500	D	\$ 33.371	260,734	I	See Footnote <u>(2)</u>
Common Stock	06/16/2008	<u>S<sup>(1)</sup></u>	600	D	\$ 33.311	260,134	I	See Footnote <u>(2)</u>
Common Stock	06/16/2008	<u>S<sup>(1)</sup></u>	34	D	\$ 33.31	260,100	I	See Footnote <u>(2)</u>
Common Stock	06/16/2008	<u>S<sup>(1)</sup></u>	600	D	\$ 33.301	259,500	I	See Footnote <u>(2)</u>
Common Stock	06/16/2008	<u>S<sup>(1)</sup></u>	400	D	\$ 33.29	259,100	I	See Footnote <u>(2)</u>
Common Stock	06/16/2008	<u>S<sup>(1)</sup></u>	700	D	\$ 33.28	258,400	I	See Footnote <u>(2)</u>
Common Stock	06/16/2008	<u>S<sup>(1)</sup></u>	500	D	\$ 33.261	257,900	I	See Footnote

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									(2)
Common Stock	06/16/2008	<u>S(1)</u>	600	D	\$ 33.251	257,300	I		See Footnote (2)
Common Stock	06/16/2008	<u>S(1)</u>	200	D	\$ 33.23	257,100	I		See Footnote (2)
Common Stock	06/16/2008	<u>S(1)</u>	100	D	\$ 33.22	257,000	I		See Footnote (2)
Common Stock	06/16/2008	<u>S(1)</u>	100	D	\$ 33.21	256,900	I		See Footnote (2)
Common Stock	06/16/2008	<u>S(1)</u>	531	D	\$ 33.14	256,369	I		See Footnote (2)
Common Stock	06/16/2008	<u>S(1)</u>	400	D	\$ 33.1	255,969	I		See Footnote (2)
Common Stock	06/16/2008	<u>S(1)</u>	200	D	\$ 33.05	255,769	I		See Footnote (2)
Common Stock	06/16/2008	<u>S(1)</u>	300	D	\$ 33.04	255,469	I		See Footnote (2)
Common Stock	06/16/2008	<u>S(1)</u>	100	D	\$ 33.03	255,369	I		See Footnote (2)
Common Stock	06/16/2008	<u>S(1)</u>	269	D	\$ 33	255,100	I		See Footnote (2)
Common Stock	06/17/2008	<u>S(1)</u>	100	D	\$ 34	255,000	I		See Footnote (2)

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)

