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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF SECURITIES

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person* 
   Rodensky Michael W
   (Last) (First) (Middle)
   200 FLYNN RD.
   CAMARILLO, CA 93012

2. Issuer Name and Ticker or Trading Symbol
   SEMTECH CORP [ SMTC ]

3. Date of Earliest Transaction (MM/DD/YYYY)
   8/16/2021

4. If Amendment, Date Original Filed (MM/DD/YYYY)

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

6. Individual or Joint/Group Filing (Check Applicable Line)
   X 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

<table>
<thead>
<tr>
<th>Title of Security</th>
<th>Trans. Date</th>
<th>Executed Date, if any</th>
<th>Trans. Code</th>
<th>Securities Acquired (A) or Disposed of (D)</th>
<th>Amount of Securities Beneficially Owned Following Reported Transaction(s)</th>
<th>Ownership Form: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>8/16/2021</td>
<td>M</td>
<td>V</td>
<td>1250 A</td>
<td>$0</td>
<td>7489 D</td>
<td>7056 D</td>
</tr>
<tr>
<td>Common Stock</td>
<td>8/16/2021</td>
<td>F</td>
<td>D</td>
<td>433</td>
<td>$66.04</td>
<td>D</td>
<td></td>
</tr>
</tbody>
</table>

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

<table>
<thead>
<tr>
<th>Title of Derivative Security</th>
<th>Trans. Date</th>
<th>Executed Date, if any</th>
<th>Trans. Code</th>
<th>Number of Derivative Securities Acquired (A) or Disposed of (D)</th>
<th>Date Exercisable and Expiration Date</th>
<th>Title of Underlying Derivative Security</th>
<th>Amount or Number of Shares</th>
<th>Ownership Form of Derivative Security: Direct (D) or Indirect (I) (Instr. 4)</th>
<th>Nature of Indirect Beneficial Ownership (Instr. 4)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Unit</td>
<td>8/16/2021</td>
<td>M</td>
<td>V</td>
<td>1250 (A)</td>
<td>(D)</td>
<td>(21) (2)</td>
<td>SMTC</td>
<td>1250 A</td>
<td>0</td>
</tr>
</tbody>
</table>

Explanation of Responses:
(1) Each stock unit is the economic equivalent of one share of Semtech common stock.
(2) This grant vests in four annual installments beginning on August 16, 2018.
(3) This grant vests in four annual installments beginning on August 16, 2018.

Reporting Owners

<table>
<thead>
<tr>
<th>Reporting Owner Name / Address</th>
<th>Relationships</th>
</tr>
</thead>
<tbody>
<tr>
<td>Rodensky Michael W</td>
<td>Director</td>
</tr>
<tr>
<td>200 FLYNN RD.</td>
<td>10% Owner</td>
</tr>
<tr>
<td>CAMARILLO, CA 93012</td>
<td>Officer</td>
</tr>
<tr>
<td></td>
<td>VP</td>
</tr>
</tbody>
</table>

Signatures

/s/Michael W. Rodensky by Charles B. Ammann under Power of Attorney dated March 10, 2020 (Copy On File)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.
* If the form is filed by more than one reporting person, see Instruction 4(b)(v).
Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.
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.