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 *
   Rayabhari Madhusudhan
   200 FLYNN RD.
   CAMARILLO, CA 93012

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

5. Relationship of Reporting Person(s) to Issuer
   _____ Director
   _____ 10% Owner
   X _____ Officer (give title below)
   _____ Other (specify below)
   VP and GM

3. Date of Earliest Transaction (MM/DD/YYYY)
   5/24/2021

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

6. Individual or Joint/Group Filing
   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>Code</th>
<th>Amount</th>
<th>Price</th>
</tr>
</thead>
<tbody>
<tr>
<td>Common Stock</td>
<td>5/24/2021</td>
<td>M</td>
<td>375</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 May 24, 2018.
(3) This grant vests in four annual installments beginning on May 24, 2018.

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

<table>
<thead>
<tr>
<th>Title of Derivate Security</th>
<th>Trans. Date</th>
<th>Code</th>
<th>Amount or Number of Shares</th>
</tr>
</thead>
<tbody>
<tr>
<td>Restricted Stock Unit</td>
<td>5/24/2021</td>
<td>M</td>
<td>375 SMTC</td>
</tr>
</tbody>
</table>

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.