

ATHEROS COMMUNICATIONS INC  
 Form 4  
 April 11, 2006

**FORM 4**

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

OMB APPROVAL

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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

**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 \*  
**BAHR RICHARD G**

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**

3. Date of Earliest Transaction (Month/Day/Year)  
**04/10/2006**

\_\_\_\_ Director \_\_\_\_\_ 10% Owner  
 Officer (give title below) \_\_\_\_\_ Other (specify below)  
**Vice President Engineering**

(Street)  
**SANTA CLARA,, CA 95054**

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

(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 Indirect Beneficial Ownership (Instr. 4)			
			Code	V	Amount	(A) or (D)	Price			
Common Stock	04/10/2006		M		50,000	A	\$ 1.72	114,322	I	By the Bahr Family Trust
Common Stock	04/10/2006		S <sup>(1)</sup>		6,000	D	\$ 27.82	108,322	I	By the Bahr Family Trust
Common Stock	04/10/2006		S <sup>(1)</sup>		6,000	D	\$ 27.5988	102,322	I	By the Bahr

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Common Stock	04/10/2006	<u>S(1)</u>	8,000	D	\$ 27.539	94,322	I	Family Trust By the Bahr Family Trust
Common Stock	04/10/2006	<u>S(1)</u>	10,000	D	\$ 27.4574	84,322	I	By the Bahr Family Trust
Common Stock	04/10/2006	<u>S(1)</u>	13,000	D	\$ 27.1476	71,322	I	By the Bahr Family Trust
Common Stock	04/10/2006	<u>S(1)</u>	3,000	D	\$ 26.8373	68,322	I	By the Bahr Family Trust
Common Stock	04/10/2006	<u>S(1)</u>	1,000	D	\$ 26.7	67,322	I	By the Bahr Family Trust
Common Stock	04/10/2006	<u>S(1)</u>	2,162	D	\$ 26.61	65,160	I	By the Bahr Family Trust
Common Stock	04/10/2006	<u>S(1)</u>	300	D	\$ 26.6	64,860	I	By the Bahr Family Trust
Common Stock	04/10/2006	<u>S(1)</u>	100	D	\$ 26.59	64,760	I	By the Bahr Family Trust
Common Stock	04/10/2006	<u>S(1)</u>	438	D	\$ 26.58	64,322	I	By the Bahr Family Trust

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

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(9-02)



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