

FORM 4

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

OMB APPROVAL	
OMB Number:	3235-0287
Expires:	January 31, 2008
Estimated average burden hours per response	0.5

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

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*			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Sweeney, Edward J			National Semiconductor Corp (NSM)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line)		
Stock Administration, Mail Stop C1-640			6/15/2007			<input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
2900 Semiconductor Dr.			4. If Amendment, Date of Original Filed (Month/Day/Year)					
(Street)								
Santa Clara, CA 95051								
(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	06/15/07		M		10,625.0000	A	\$8.03	31,030.1834	D	
Common Stock	06/15/07		S		5,000.0000	D	\$28.67	26,030.1834	D	
Common Stock	06/15/07		S		2,500.0000	D	\$28.65	23,530.1834	D	
Common Stock	06/15/07		S		3,125.0000	D	\$28.64	20,405.1834	D	
Common Stock	06/15/07		M		10,625.0000	A	\$6.30	31,030.1834	D	
Common Stock	06/15/07		S		10,625.0000	D	\$28.64	20,405.1834	D	
Common Stock	06/15/07		M		30,000.0000	A	\$6.55	50,405.1834	D	
Common Stock	06/15/07		S		6,250.0000	D	\$28.64	44,155.1834	D	
Common Stock	06/15/07		S		5,000.0000	D	\$28.62	39,155.1834	D	
Common Stock	06/15/07		S		5,000.0000	D	\$28.60	34,155.1834	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Employee Stock Option with tandem tax withholding right	\$6.30	06/15/07		M			10,625.0000	10/17/03 (1)	10/17/12	Common Stock	10,625.0000	\$0.00	0.0000	D	
Employee Stock Option with tandem tax withholding right	\$6.55	06/15/07		M			30,000.0000	02/11/04 (2)	02/11/13	Common Stock	30,000.0000	\$0.00	0.0000	D	
Employee Stock Option with tandem tax withholding right	\$8.03	06/15/07		M			10,625.0000	08/06/03 (3)	08/06/12	Common Stock	10,625.0000	\$0.00	0.0000	D	
Employee Stock Option with tandem tax withholding right	\$8.38	06/15/07		M			30,000.0000	04/15/04 (4)	04/15/13	Common Stock	30,000.0000	\$0.00	0.0000	D	
Employee Stock Option with tandem tax withholding right	\$11.63	06/15/07		M			143,750.0000	07/15/04 (5)	07/15/09	Common Stock	143,750.0000	\$0.00	6,250.0000	D	
Non-Qualified Stock Option (right to buy)	\$14.40	06/15/07		M			70,000.0000	05/06/03 (6)	05/06/12	Common Stock	70,000.0000	\$0.00	100,000.0000	D	

Explanation of Responses:

See continuation page(s) for footnotes

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).

** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

By: Nancy Lucke Ludgus, Attorney-in-fact For:
Edward J. Sweeney

06/19/2007

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

**Signature of Reporting Person

Date

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 Number.

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

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*			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Sweeney, Edward J			National Semiconductor Corp (NSM)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)					
Stock Administration, Mail Stop C1-640			6/15/2007					
2900 Semiconductor Dr.			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street)						<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
Santa Clara, CA 95051								
(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	06/15/07		S		5,000.0000	D	\$28.59	29,155.1834	D	
Common Stock	06/15/07		S		2,500.0000	D	\$28.57	26,655.1834	D	
Common Stock	06/15/07		S		6,250.0000	D	\$28.55	20,405.1834	D	
Common Stock	06/15/07		M		70,000.0000	A	\$14.40	90,405.1834	D	
Common Stock	06/15/07		S		1,250.0000	D	\$28.55	89,155.1834	D	
Common Stock	06/15/07		S		3,000.0000	D	\$28.53	86,155.1834	D	
Common Stock	06/15/07		S		2,000.0000	D	\$28.52	84,155.1834	D	
Common Stock	06/15/07		S		1,500.0000	D	\$28.51	82,655.1834	D	
Common Stock	06/15/07		S		20,000.0000	D	\$28.50	62,655.1834	D	
Common Stock	06/15/07		S		5,000.0000	D	\$28.49	57,655.1834	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V			Date Exercisable	Expiration Date						
						(A)	(D)								

Explanation of Responses:
See continuation page(s) for footnotes

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).
** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. **Signature of Reporting Person Date

FORM 4

(continued)

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

OMB APPROVAL	
OMB Number:	3235-0287
Expires:	January 31, 2008
Estimated average burden	hours per response 0.5

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

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*			2. Issuer Name and Ticker or Trading Symbol			5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
Sweeney, Edward J			National Semiconductor Corp (NSM)			<input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction (Month/Day/Year)					
Stock Administration, Mail Stop C1-640			6/15/2007					
2900 Semiconductor Dr.			4. If Amendment, Date of Original Filed (Month/Day/Year)			6. Individual or Joint/Group Filing (Check Applicable Line)		
(Street)						<input type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person		
Santa Clara, CA 95051								
(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	06/15/07		S		27,000.0000	D	\$28.48	30,655.1834	D	
Common Stock	06/15/07		S		10,250.0000	D	\$28.47	20,405.1834	D	
Common Stock	06/15/07		M		30,000.0000	A	\$8.38	50,405.1834	D	
Common Stock	06/15/07		S		10,000.0000	D	\$28.43	40,405.1834	D	
Common Stock	06/15/07		S		20,000.0000	D	\$28.41	20,405.1834	D	
Common Stock	06/15/07		M		143,750.0000	A	\$11.63	164,155.1834	D	
Common Stock	06/15/07		S		7,750.0000	D	\$28.47	156,405.1834	D	
Common Stock	06/15/07		S		45,000.0000	D	\$28.46	111,405.1834	D	
Common Stock	06/15/07		S		56,000.0000	D	\$28.45	55,405.1834	D	
Common Stock	06/15/07		S		35,000.0000	D	\$28.42	20,405.1834	D	

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 Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	V			Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
						(A)	(D)								

Explanation of Responses:
See continuation page(s) for footnotes

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).
 ** Intentional misstatements or omissions of facts constitute Federal Criminal Violations.
 See 18 U.S.C. 1001 and 15 U.S.C. 78ff(a).

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure. **Signature of Reporting Person Date

- (1) The stock option became exercisable in four equal annual installments beginning on October 17, 2003.
- (2) The stock option became exercisable in four equal annual installments beginning on February 11, 2004.
- (3) The stock option became exercisable in four equal annual installments beginning on August 6, 2003.
- (4) The stock option became exercisable in four equal annual installments beginning on April 15, 2004.
- (5) The stock option became exercisable 25% on July 15, 2004, and then 1/48th per month for the following 36 months.
- (6) The stock option became exercisable in four equal annual installments beginning on May 6, 2003.