## FORM 4

obligations may continue. See Instruction 1(b).

Check this box if no longer subject to Section 16. Form 4 or Form 5

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washingto	n, D.C.	20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL OMB Number: Estimated average burden hours per response: 0.5

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*  Hall William  (Last) (First) (Middle)  5005 EAST MCDOWELL ROAD					Issuer Name and Ticker or Trading Symbol     ON SEMICONDUCTOR CORP [ ONNN ]      Date of Earliest Transaction (Month/Day/Year)     02/14/2013									all app Direct Office below	olicable) etor er (give title v)	10% ( Other below	Owner (specify )
				4. If	Amen	dment,	Date o	of Origin	al File	ed (Month/Da	ay/Year)			Form	n filed by One n filed by Mor	Reporting Pers	son
	Tabl	e I - N	on-Deriv	ative	Sec	uritie	s Ac	quired	d, Di	sposed o	f, or B	enefic	ially (	Owne	ed		
Date					Execution Date,						and 5) Sec Ben Owi		ities icially d Following	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		Transa	action(s)		(1130.4)	
Common 02/14/			02/14/2	013	)13		S		500	D	\$8.63	06(1)	21	0,218(2)	D		
	Та	ble II												vned			
2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	Executi if any	ion Date,	Code (		of Deriv Secu Acqu (A) or Dispo of (D) (Instr	ative rities ired osed	Expirat	tion Da	ate	Amoun Securit Underly Derivat	t of ies ying ive y (Instr. 3	Deriv	ative rity	derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
	(Find ST MCDON X AZ (St Security (Inst	(First) ( ST MCDOWELL ROAD  X AZ   (State) (  Table   Security (Instr. 3)  Ta  2. Conversion or Exercise Price of Derivative  Price of Derivative   Conversion Opate (Month/Day/Year)	(First) (Middle) ST MCDOWELL ROAD  X AZ 85008  (State) (Zip)  Table I - N  Security (Instr. 3)  Table II  2. Conversion or Exercise Price of Derivative (Month/Day/Year) (Month.)	(First) (Middle)  ST MCDOWELL ROAD  X AZ 85008  (State) (Zip)  Table I - Non-Deriv  Security (Instr. 3)  2. Transaction Date (Month/Day  Conversion or Exercise Price of Derivative (Month/Day/Year)  2. (Month/Day/Year)	(First) (Middle)  ST MCDOWELL ROAD  4. If  X AZ 85008  (State) (Zip)  Table I - Non-Derivative  Security (Instr. 3)  2. Transaction Date (Month/Day/Year)  02/14/2013  Table II - Derivative S (e.g., puts, C (e.g., puts, C (Month/Day/Year))  2. Conversion or Exercise Price of Derivative (Month/Day/Year)  2. (Month/Day/Year)  3. Deemed Execution Date, if any (Month/Day/Year)  4. Transaction Code (Month/Day/Year)  3. Deemed Execution Date, if any (Month/Day/Year)  4. Transaction Date (Month/Day/Year)	(First) (Middle)  ST MCDOWELL ROAD  3. Date of 02/14/20  4. If Amen  (State) (Zip)  Table I - Non-Derivative Security (Instr. 3)  22. Transaction Date (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Security (e.g., puts, calls, (Month/Day/Year)  2. Conversion or Exercise Price of Derivative (Month/Day/Year)  (Month/Day/Year)  3. Date of 02/14/20  4. If Amen  2. Transaction Date (Honth/Day/Year)  3. Date of 02/14/20  4. Transaction Code (Instr. 8)	(First) (Middle)  ST MCDOWELL ROAD  3. Date of Earlies 02/14/2013  4. If Amendment,  (State) (Zip)  Table I - Non-Derivative Securities (Month/Day/Year)  Table II - Derivative Securities (e.g., puts, calls, warr.  2. Transaction Date (e.g., puts, calls, warr.)  2. Transaction Date (e.g., puts, calls, warr.)  3. Date of Earlies 02/14/2013  4. 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If Amendment, Date of Execution Date, if any (Month/Day/Year)	(First) (Middle)  ST MCDOWELL ROAD  Table I - Non-Derivative Securities Acquired (Month/Day/Year)  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, option  Table II - Derivative Securities Acquired (e.g., puts, calls, warrants, option  Table II - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4	(First) (Middle)  ST MCDOWELL ROAD  Table I - Non-Derivative Securities Acquired, Disperivative (Month/Day/Year)  Security (Instr. 3)  Table II - Derivative Securities Acquired, Disperivative Securities Acquired (Month/Day/Year)  3. Date of Earliest Transaction (Month Securities Acquired, Disperivative Securities Acquired, Disperivative Securities Acquired (Instr. 8)  Table II - Derivative Securities Acquired, Disperivative Securities Acquired (Month/Day/Year)  Security  A. If Amendment, Date of Original File Securities Acquired, Disperivative Securities Acquired (Instr. 8)  Table II - Derivative Securities Acquired (Instr. 8)  Solution Date (Instr. 8)  A. Deemed Execution Date, if any (Month/Day/Year) of Disposed of (D) (Month/Day/Year)  Securities Transaction (Month/Day/Year)  Securities Acquired (A) or Disposed of (D) (Month/Day/Year)  Solution Date (Month/Day/Year) of Disposed of (D) (Month/Day/Year)  Securities Transaction (Month/Day/Year)  Solution Date (Instr. 8)  Solution Date (Instr. 8)	(First) (Middle)  ST MCDOWELL ROAD  3. Date of Earliest Transaction (Month/Day/Year) 02/14/2013  4. If Amendment, Date of Original Filed (Month/Day/Year) 24. Deemed Execution Date (Month/Day/Year) 25. Transaction Date (Month/Day/Year) 26. Code (Instr. 8)  Table II - Derivative Securities Acquired, Disposed Of (e.g., puts, calls, warrants, options, convertibe Security  2. Transaction Date (Month/Day/Year) 3. Transaction (Month/Day/Year) 5. Number of Derivative Securities Acquired (A) or Code (Instr. 8)  3. Transaction Date (Execution Date, if any (Month/Day/Year) 5. Number of Derivative Securities Acquired (A) or Disposed of (Month/Day/Year) (Month/Day/Year) 5. Number of Derivative Securities Acquired (Month/Day/Year) 6. Date Exercisable and Expiration Date (Month/Day/Year) 6. Date	(First) (Middle)  ST MCDOWELL ROAD  3. Date of Earliest Transaction (Month/Day/Year) 02/14/2013  4. If Amendment, Date of Original Filed (Month/Day/Year)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beautiful Security (Instr. 3)  2. Transaction Date (Month/Day/Year) (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  3. Date of Earliest Transaction (Month/Day/Year)  4. Securities Acquired Disposed of (D) (Instr. 8)  Code V Amount (A) or (D)  Table II - Derivative Securities Acquired, Disposed of, or Bear (Month/Day/Year)  2. Conversion or Exercise Price of Date (Month/Day/Year)  3. Transaction Date (E.g., puts, calls, warrants, options, convertible security (Month/Day/Year)  3. Transaction Date (E.g., puts, calls, warrants, options, convertible security (Month/Day/Year)  3. Transaction Date (E.g., puts, calls, warrants, options, convertible security (Month/Day/Year)  3. Transaction Date (E.g., puts, calls, warrants, options, convertible security (Month/Day/Year)  3. Transaction Date (E.g., puts, calls, warrants, options, convertible security (Month/Day/Year)  3. Transaction Date (E.g., puts, calls, warrants, options, convertible security (Month/Day/Year)  4. If Amendment, Date of Original Filed (Month/Day/Year)  4. Securities Acquired (E.g., puts, calls, warrants, options, convertible security (Month/Day/Year)	(First) (Middle) ST MCDOWELL ROAD  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial (Month/Day/Year)  2. Transaction Date (Month/Day/Year)  (Month/Day/Year)  2. Transaction Execution Date (Month/Day/Year)  (Month/Day/Year)  Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5)  Table II - Derivative Securities Acquired, Disposed of (D) Securities Acquired (Disposed of (D) Securities Acquired (D) Securities Acq	ON SEMICONDUCTOR CORP [ ONN ]  (Check X  3. Date of Earliest Transaction (Month/Day/Year)  (State) (Zip)  Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially (Instr. 3)  2. 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If Amendment, Date of Original Filed (Month/Day/Year)  Or Security (Instr. 3)  ON SEMICONDUCTOR CORP [ ONN ]  Or Set McDowell Rapid (Month/Day/Year)  Or Securities Acquired, Disposed of, or Beneficially Owned (Particle Report Transaction (Month/Day/Year)  Or Security (Instr. 3)  ON SEMICONDUCTOR CORP [ ONN ]  Or Set McDowell Rapid (Month/Day/Year)  Or Securities Acquired, Disposed of, or Beneficially Owned (Particle Report Transaction (Month/Day/Year)  Or Securities Acquired, Disposed of, or Beneficially Owned (Particle Report Transaction (Month/Day/Year)  Or Securities Acquired, Disposed of, or Beneficially Owned (Particle Report Transaction (Month/Day/Year)  Or Securities Acquired, Disposed of, or Beneficially Owned (Particle Report Transaction (Month/Day/Year)  Or Securities Acquired, Disposed of, or Beneficially Owned (Particle Report Transaction (Month/Day/Year)  Or Securities Acquired, Disposed of, or Beneficially Owned (Particle Report Transaction (Month/Day/Year)  Or Securities (Month/Day/Year)  Or Securities Acquired, Disposed of, or Beneficially Owned (Particle Report Transaction (Month/Day/Year)  Or Securities (Month/Day/Year)  Or Security (Instr. 3)  Or Security (Instr. 3)  Or Securit	ON SEMICONDUCTOR CORP [ ONNN ] (Check all applicable) Director	ON SEMICONDUCTOR CORP [ ONN ] (Check all applicable) Director 10%

## **Explanation of Responses:**

- 1. This disposition transaction was executed in multiple trades at prices ranging from \$8.63 to \$8.631. The price reported above reflects the weighted average sale price. The Reporting Person hereby undertakes
- to provide, upon request, to the SEC staff, the Issuer, or a security holder of the Issuer, full information regarding the number of shares and prices at which the transaction was effected.
- 2. Includes 500 shares aquired by Reporting Person under Issuer's Employee Stock Purchase Plan for the quarter ending December 31, 2012.

Judith A. Boyle is signing on behalf of the Reporting Person pursuant to a Power of Attorney attached hereto as an Exhibit. hall2012poa.txt

Judith A. Boyle, Attorney-in-02/18/2013 **Fact** 

\*\* Signature of Reporting Person Date

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

- $^{\star}$  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.

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.

POWER OF ATTORNEY (William M. Hall)

I hereby appoint Keith D. Jackson, George H. Cave and Judith A. Boyle, and each of them, attorney-in-fact for me, each with full power of substitution, to prepare, execute and deliver on my behalf reports required to be filed by me pursuant to Section 16 of the Securities Exchange Act of 1934, as amended ("Section 16"), and Rule 144 and Rule 145 under the Securities Act of 1933 (singly or collectively "Rule 144"), and any and all related documents and instruments. Among other things, each attorney-in-fact is authorized to file original reports (either electronically or otherwise), signed by me or on my behalf, on Forms 3, 4 and 5, Form 144 with the Securities and Exchange Commission, any and all related documents and instruments, and to provide any necessary copies of such signed forms, documents and instruments to The NASDAQ Stock Market and ON Semiconductor Corporation as required by the rules under Section 16 and Rule 144 as in effect from time to time.

This power of attorney is effective from the date hereof until April 15, 2013, unless earlier revoked or terminated.

/s/ WILLIAM M. HALL William M. Hall

Dated: February 17, 2012