FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL

| 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 or Section 30(h) of the Investment Company Act of 1940 OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

| 1. Name and Addre | ss of Reporting Person <u>J DANIEL</u> | * | 2. Issuer Name and Ticker or Trading Symbol <u>ON SEMICONDUCTOR CORP</u> [ONNN] | | ionship of Reporting Person all applicable) Director | son(s) to Issuer 10% Owner | | | | | |
|-----------------------------|--|----------|--|-------------------------|--|-------------------------------|--|--|--|--|--|
| (Loot) (First) (Middle) | | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 02/06/2007 | | Officer (give title below) | Other (specify below) | | | | | |
| Street) PHOENIX AZ 85008 | | 85008 | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Indivi Line) X | idual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person | | | | | | |
| (City) | (State) | (Zip) | | | Person | | | | | | |

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. Transa Code (8) | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | 5. Amount of Securities Beneficially Owned Following Reported | 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 | Transaction(s) (Instr. 3 and 4) | | (1150.4) |
| Common | 02/06/2007(1) | | М | | 149,178 | A | \$4.4 | 384,678 | D | |
| Common | 02/06/2007 ⁽²⁾ | | М | | 30,000 | A | \$3.34 | 414,678 | D | |
| Common | 02/06/2007 ⁽³⁾ | | М | | 10,000 | A | \$1.45 | 424,678 | D | |
| Common | 02/06/2007 | | S | | 2,996 | D | \$9.63 | 421,682 | D | |
| Common | 02/06/2007 | | S | | 7,004 | D | \$9.64 | 414,678 | D | |
| Common | 02/06/2007 | | S | | 20,000 | D | \$9.62 | 394,678 | D | |
| Common | 02/06/2007 | | S | | 25,729 | D | \$ <mark>9.6</mark> | 368,949 | D | |
| Common | 02/06/2007 | | S | | 40,000 | D | \$9.59 | 328,949 | D | |
| Common | 02/06/2007 | | S | | 49,271 | D | \$9.61 | 279,678 | D | |
| Common | 02/06/2007 | | S | | 189,178 | D | \$ 9 .5 | 90,500 | 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. Transa Code (8) | | Deri Sec Acq or D of ([| umber of vative urities uired (A) isposed D) (Instr. 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) | 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 | | (Instr. 4) | | |
| Stock Option (right to buy) | \$1.45 | 02/06/2007 ⁽³⁾ | | М | | | 10,000 | 11/15/2002 | 11/15/2011 | Common | 10,000 | \$0 | 0 | D | |
| Stock Option (right to buy) | \$3.34 | 02/06/2007 ⁽²⁾ | | М | | | 30,000 | 03/11/2002 | 03/11/2012 | Common | 30,000 | \$0 | 0 | D | |
| Stock Option (right to buy) | \$4.4 | 02/06/2007 ⁽¹⁾ | | М | | | 149,178 | 02/10/2005 | 02/10/2015 | Common | 149,178 | \$0 | 822 | D | |

Explanation of Responses:

1. Special Stock Option Grant to non-employee Chairman of the Board of Directors was originally effective February 10, 2005 under the Issuer's 2000 Stock Incentive Plan. Generally, the grant provides for pro rata daily vesting over a two-year period beginning on the date of grant. The exercise price was the closing price on the grant date.

2. Regarding Reporting Person's Board of Director's service, the option was originally granted effective March 11, 2002 under the Issuer's 2000 Stock Incentive Plan. The stock option became fully vested and exercisable as of the grant date. The exercise price was the closing price on the grant date.

3. Regarding Reporting Person's Board of Director's service, option was originally granted effective November 15, 2001 under the Issuer's 2000 Stock Incentive Plan. Generally, the grant provides for pro rata vesting of 33 and 1/3% per year on each of the first through third anniversaries of the grant date.

Remarks:

Judith A. Boyle is signing on behalf of the Reporting Person pursuant to a Power of Attorney attached herein as an exhibit., mccranie2006poa.TXT

Judith A. Boyle, Attorney-in-Fact

02/08/2007

Date

** Signature of Reporting Person

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.

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
(J. Daniel McCranie)

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")). Among other things, each attorneyin-fact is authorized to file original reports (either electronically or otherwise), signed by me or on my behalf, on Forms 3, 4 and 5, and Form 144 with

the Securities and Exchange Commission, and to provide any necessary copies of such signed forms 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, 2007, unless earlier revoked or terminated.

/s/ J. Daniel McCranie J. Daniel McCranie

Dated: March 15, 2006

L:\SECURITIES\Section 16\POA\2006 POA\Edgar\McCranie 2006 POA.txt