FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL									
OMB Number:	3235-0287								
Estimated average	burden								

0.5

hours per response:

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

1. Name and Address of Reporting Person* BARTON FRANCIS P					2. Issuer Name and Ticker or Trading Symbol ON SEMICONDUCTOR CORP [ONNN]									5. Relationship of Reporting Person(s) to Issuer (Check all applicable)					
	<u> </u>			3. D	3 Date of Farliest Transa				saction (Month/Day/Year)						Director Officer (give title		Other	(specify	
(Last) (First) (Middle) 5005 EAST MCDOWELL ROAD					02/15/2011										below)	below	/)	
(Street)					4. If Amendment, Date of Original Filed (Month/Day/Year)									ne)	vidual or Joint/Group Filing (Check Applicable				
X AZ	Z 8	35008												X	Form filed by More than One Reporting				
(St	ate) (Zip)																	
	Tabl	e I - No	n-Deriv	ative	Sec	curitie	s Ac	quired,	Dis	posed o	f, or	Ben	eficia	lly C	wne	d			
Date (Month/D				Execution Date, if any			Transaction Disposed Of (D) (Instr. 3, 4 Code (Instr. 5)					and Securi Benefi Owned		ies cially Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)			
								Code	v	Amount	Amount (A) or (D)		Price	1	Transaction(s) (Instr. 3 and 4)			(111501.4)	
			02/15	/2011				S		10,000		D	\$11.	49	52,896		D		
	Та													Ow	ned				
erivative Conversion Date Execution curity or Exercise (Month/Day/Year) if any		n Date,	Transa Code (Transaction of Code (Instr. Derivative		rative rities ired r osed)	Expiratio	Amou Secu Unde Deriv Secu	str. 3	Derivativ Security (Instr. 5)		derivative Securities Beneficially Owned Following Reported	Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)					
	Conversion or Exercise Price of Derivative	(First) (CST MCDOWELL ROAD X AZ (State) (Table Security (Instr. 3) Table Conversion or Exercise Price of Derivative (Month/Day/Year)	(First) (Middle) ST MCDOWELL ROAD X AZ 85008 (State) (Zip) Table I - No Security (Instr. 3) Table II - Instruction or Exercise Price of Derivative (Month/Day/Year) [Any (Month/Day/Year)]	(First) (Middle) ST MCDOWELL ROAD X AZ 85008 (State) (Zip) Table I - Non-Deriv Security (Instr. 3) 2. Transa Date (Month/D (Month/D Conversion or Exercise Price of Derivative 2. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) 3. Transaction Date (Month/Day/Year) (Month/Day/Year)	(First) (Middle) ST MCDOWELL ROAD (State) (Zip) Table I - Non-Derivative Security (Instr. 3) 2. Transaction Date (Month/Day/Year) Conversion or Exercise Price of Derivative (Month/Day/Year) 2. (Conversion or Exercise Price of Derivative (Month/Day/Year) (Month/Day/Year) 3. D 3. D 3. D 4. If 3. D 4. If 3. D 4. If 3. D 6. G 7. Transaction Date (Leg., puts, C) 8. (Month/Day/Year) 1. Transaction Date (Month/Day/Year) 2. (Month/Day/Year) 3. D 4. If 4. Transaction Date (Month/Day/Year) 1. Transaction Date (Month/Day/Year) 1. Transaction Date (Month/Day/Year) 3. D 6. D 7. Transaction Date (Month/Day/Year) 8. D 8. D 8. D 9. D	(First) (Middle) ST MCDOWELL ROAD 3. Date of 02/15/2 4. If Ame Table I - Non-Derivative Secundary (Month/Day/Year) Table II - Derivative Secundary (Month/Day/Year) Table II - Derivative Secundary (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Table II - Derivative Secundary (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Table II - Derivative Secundary (Month/Day/Year)	(First) (Middle) ST MCDOWELL ROAD Table I - Non-Derivative Securities (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) Table II - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) 3. Date of Earlies 02/15/2011 4. If Amendment 2A. Deem Execution if any (Month/D Table III - Derivative Securities (e.g., puts, calls, warr (Month/Day/Year) 3. Transaction Date (month/Day/Year) 3. Transaction Date (month/Day/Year) 3. Transaction Conversion Of Exercise Price of Derivative Security (Month/Day/Year) (Month/Day/Year) 3. Transaction Date (month/Day/Year) (Month/Day/Year) (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, (Month/Day/Year) Table II - Derivative Securities Acquired (A) or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4	(First) (Middle) ST MCDOWELL ROAD Table I - Non-Derivative Securities Acquired, Month/Day/Year) (Security (Instr. 3) Table II - Derivative Securities Acquired, Month/Day/Year) Table II - Derivative Securities Acquired, Date (Month/Day/Year) Table II - Derivative Securities Acquired, Date (Month/Day/Year) Security Table II - Derivative Securities Acquired, Date (Month/Day/Year) Table III - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4) Table III - Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4)	(First) (Middle) ST MCDOWELL ROAD Table I - Non-Derivative Securities Acquired, Disposed of (D) Table II - Derivative Securities Acquired, Disposed of (D) Table II - Derivative Securities Acquired, Disposed of (D) (Month/Day/Year) Security (Middle) 3. Date of Earliest Transaction (Month/D2/15/2011 4. If Amendment, Date of Original Filed 2. Transaction Date (Month/Day/Year) 2. Transaction (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (D) (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, options, comparison of Exercise Price of Derivative Security 3. Transaction Date (month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, options, comparison of Execution Date, if any (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, options, comparison of Execution Date, if any (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, options, comparison of Execution Date, if any (Month/Day/Year) 4. Transaction Date (e.g., puts, calls, warrants, options, comparison of Execution Date, if any (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, warrants, options, comparison of Execution Date, if any (Month/Day/Year) 3. Transaction Date (e.g., puts, calls, warrants, options, comparison of Execution Date, if any (Month/Day/Year) 4. Transaction Date (e.g., puts, calls, warrants, options, comparison of Execution Date, if any (Month/Day/Year) 4. Transaction Date (e.g., puts, calls, warrants, options, comparison of Execution Date, if any (Month/Day/Year) 4. Transaction Date (e.g., puts, calls, warrants, options, comparison of Execution Date, if any (Month/Day/Year) 4. Transaction Date (e.g., puts, calls, warrants, options, comparison of Execution Date, if any (Month/Day/Year) 4. Transaction Date (e.g., puts, calls, warrants, options, comparison of Execution Date, if any (Month/Day/Year) 4. Transaction Date (e.g., puts, calls, warrants, options, comparison of Execution Date (e.g., puts, calls, warrants, options, comparison of Exe	ON SEMICONDUCTOR CORP [(First) (Middle) ST MCDOWELL ROAD 3. Date of Earliest Transaction (Month/Day/Year) 02/15/2011 4. If Amendment, Date of Original Filed (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of Execution Date, if any (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, (e.g., puts, calls, warrants, options, convertibes acquired (A) or Disposed of (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, (e.g., puts, calls, warrants, options, convertibes acquired (A) or Disposed of (Month/Day/Year) Security Security ON SEMICONDUCTOR CORP [3. Date of Earliest Transaction (Month/Day/Year) 2. Transaction Date (Month/Day/Year) Securities Acquired, Disposed of, (e.g., puts, calls, warrants, options, convertibes acquired (A) or Disposed of (Month/Day/Year) Security ON SEMICONDUCTOR CORP [3. Date of Earliest Transaction (Month/Day/Year) Date (Month/Day/Year) Securities Acquired, Disposed of, (e.g., puts, calls, warrants, options, convertibes acquired (A) or Disposed of (Month/Day/Year) ON SEMICONDUCTOR CORP [4. If Amendment, Date of Original Filed (Month/Day/Year) Securities Acquired, Disposed of (Code (Instr. 8) ON SEMICONDUCTOR CORP [4. If Amendment, Date of Original Filed (Month/Day/Year) Securities Acquired, Disposed of (Code (Instr. 8) ON SEMICONDUCTOR CORP [4. If Amendment, Date of Original Filed (Month/Day/Year) Order (Instr. 8) ON SEMICONDUCTOR CORP [4. If Amendment, Date of Original Filed (Month/Day/Year) Order (Instr. 8) ON SEMICONDUCTOR CORP [5. Number of Original Filed (Month/Day/Year) Order (Instr. 8) ON SEMICONDUCTOR CORP [5. Number of Original Filed (Month/Day/Year) Order (Instr. 8) Orde	(First) (Middle) (First) (Middle) ST MCDOWELL ROAD 3. Date of Earliest Transaction (Month/Day/Year) 02/15/2011 4. If Amendment, Date of Original Filed (Month/Day/Year) Table I - Non-Derivative Securities Acquired, Disposed of, or Becurity (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) Table II - Derivative Securities Acquired, Disposed of (D) Table II - Derivative Securities Acquired, Disposed of, or Becurity (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of, or Becurity Securities Acquired (Month/Day/Year) 2. Conversion or Exercise Price of Date Securities Securities Acquired (Month/Day/Year) 3. Transaction Code (Instr. 8) 5. Number of Date Expiration Date (Month/Day/Year) 6. Date Expiration Date (Month/Day/Year) 7. Titl Securities Acquired (A) or Derivative Securities Acquired (A) or Disposed of (D) (Month/Day/Year) 8. Securities Acquired (A) or Disposed of Or Disposed of Or Disposed of (D) (Month/Day/Year) 9. Acquired (A) or Disposed of (D) (Month/Day/Year) 1. Titl Securities Acquired (A) or Disposed of Or Disposed of (D) (Month/Day/Year) 1. Titl Securities Acquired (A) or Disposed of (D) (Month/Day/Year) 1. Titl Securities Acquired (A) or Disposed of (D) (Month/Day/Year) 1. Titl Securities Acquired (A) or Disposed of (D) (Month/Day/Year) 2. Securities Acquired (A) or Disposed of (D) (Month/Day/Year)	(First) (Middle) ST MCDOWELL ROAD 3. Date of Earliest Transaction (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Benefice of Code (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, warrants, options, convertible security (Month/Day/Year) Table II - Derivative Securities Acquired, Disposed of (or Denivative Securities Acquired, Disposed of (or Denivative Securities Acquired, Disposed of (D) (Instr. 3) Table II - Derivative Securities Acquired, Disposed of, or Benefice of Code (Instr. 8) 2. Conversion or Exercise Price of Date (Month/Day/Year) Conversion or Exercise Price of Date (Month/Day/Year) (Month/Day/Year) 3. Date of Earliest Transaction (Month/Day/Year) 2. Transaction Date (e.g., puts, calls, warrants, options, convertible securities Acquired (A) or Derivative Security (Instr. 3, 4 and 5) Am or	(First) (Middle) ST MCDOWELL ROAD Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficial Security (Instr. 3) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) Table II - Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) ON SEMICONDUCTOR CORP [ONNN] 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date of Original Filed (Month/Day/Year) 6. Lir 3. Date of Earliest Transaction (Month/Day/Year) 4. If Amendment, Date of Original Filed (Month/Day/Year) 5. Code (Instr. 3) 1. Transaction (Code (Instr. 3) 1. Transaction (Code (Instr. 3) 1. Transaction (Code (Instr. 3) 2. Transaction (Code (Instr. 3) 3. Transaction (Code (Instr. 3) 4. Securities Acquired (Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction (Month/Day/Year) 3. Transaction (Code (Instr. 3) 4. Securities Acquired (Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 4. Securities Acquired (Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction (Month/Day/Year) 3. Transaction (Code (Instr. 3) 4. Securities Acquired (Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction (Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 2. Transaction (Month/Day/Year) 3. Transaction (Code (Instr. 3) 4. Securities Acquired (Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 4. Securities Acquired (Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities) 4. Securities Acquired (Disposed of, or Beneficially (e.g., puts, calls, warrants, options, convertible securities)	(Check X (First) (Middle) ST MCDOWELL ROAD 3. Date of Earliest Transaction (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Conde (Instr. 3) 2. Transaction Date (Month/Day/Year) (Month/Day/Year) (Month/Day/Year) (Securities Acquired, Disposed of, or Beneficially Conde (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Conde (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Conde (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Conde (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Conde (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Conde (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Conde (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Conde (Instr. 8) Table II - Derivative Securities Acquired, Disposed of, or Beneficially Conderly (Instr. 3) And Anyount of Derivative Securities (Month/Day/Year) Amount of Securities Securities Securities Securities Securities Securities Security (Instr. 3) And Anyount of Derivative Security (Instr. 3) Amount of Derivative Security (Instr. 3)	Check all apply Check all	ON SEMICONDUCTOR CORP [ONN] (Check all applicable) X Director Officer (give title below) ST MCDOWELL ROAD X AZ 85008 (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned (Month/Day/Year) (State) (Zip) Table I - Non-Derivative Securities Acquired, Disposed of (D) (Instr. 3, 4 and 5) (Code V Amount (A) or Drice (Instr. 3)	Check all applicable X Director 10%	

Explanation of Responses:

Remarks:

Judith A. Boyle is signing on behalf of the Reporting Person pursuant to a Power of Attorney attached herein as an Exhibit. barton2010poa.txt

<u>Judith A. Boyle, Attorney-in-</u> <u>Fact</u> <u>02/17/2011</u>

** Signature of Reporting Person Date

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 (Francis P. Barton)

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, and 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

This power of attorney is effective from the date hereof until April 15, 2011, unless earlier revoked or terminated.

/s/ FRANCIS P. BARTON Francis P. Barton

Dated: March 1, 2010