

SMTC CORP  
Form 4  
October 12, 2010

**FORM 4**

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

OMB APPROVAL

OMB Number: 3235-0287  
Expires: January 31, 2015  
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 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 \*  
CALDWELL JOHN E

(Last) (First) (Middle)  
635 HOOD ROAD  
(Street)

MARKHAM, A6 L3R 4N6

(City) (State) (Zip)

2. Issuer Name and Ticker or Trading Symbol  
SMTC CORP [SMTX]

3. Date of Earliest Transaction  
(Month/Day/Year)  
10/07/2010

4. If Amendment, Date Original Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director  10% Owner  
 Officer (give title below)  Other (specify below)

Chief Executive Officer

6. Individual or Joint/Group Filing(Check Applicable Line)

Form filed by One Reporting Person  
 Form filed by More than One Reporting 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. 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 Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price
Common Stock	10/07/2010		M		16,148	A	\$ 1.5 (1)
Common Stock	10/07/2010		M		8,051	A	\$ 1.64
Common Stock	10/07/2010		S		24,199	D	\$ 3.32 (2)
Common Stock	10/08/2010		M		18,073	A	\$ 1.64
Common Stock	10/08/2010		S		18,073	D	\$ 3.31

(3)

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

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SEC 1474  
(9-02)

**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 Underlying Securities (Instr. 3 and 4)	Amount or Number of Shares
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	
Employee Stock Option to Purchase Common Stock	\$ 1.5 <sup>(1)</sup>	10/07/2010		M	16,148	03/15/2009	03/15/2015	Common Stock	16,148
Employee Stock Option to Purchase Common Stock	\$ 1.64	10/07/2010		M	8,051	<sup>(4)</sup>	11/14/2012	Common Stock	8,051
Employee Stock Option to Purchase Common Stock	\$ 1.64	10/08/2010		M	18,073	<sup>(4)</sup>	11/14/2012	Common Stock	18,073

## Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
CALDWELL JOHN E 635 HOOD ROAD	X		Chief Executive Officer	

MARKHAM, A6 L3R 4N6

## Signatures

/s/ John E.  
Caldwell

10/12/2010

\_\_Signature of  
Reporting Person

Date

## Explanation of Responses:

- \* 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).
- (1) The strike price of the stock option was CAD \$1.53. The price reported in this Form 4 was converted at a rate of 0.9894  
The sale price reported in this Form 4 was between the range of \$3.3 per share and \$3.37 per share. The weighted average sale price is reported. Full information regarding the number of shares sold at each separate price will be provided to the Commission staff upon request.
- (2) The sale price reported in this Form 4 was between the range of \$3.3 per share and \$3.32 per share. The weighted average sale price is reported. Full information regarding the number of shares sold at each separate price will be provided to the Commission staff upon request.
- (3) One third of the options vested on November 14, 2008, one third of the options vested on November 14, 2009 and one third of the options will vest on November 14, 2010, such that all of the options will be fully vested on November 14, 2010.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.