

INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES

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* <u>GUTMANN BERNARD</u> (Last) (First) (Middle) <u>5005 EAST MCDOWELL ROAD</u> (Street) <u>PHOENIX AZ 85008</u> (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) <u>09/26/2012</u>	3. Issuer Name and Ticker or Trading Symbol <u>ON SEMICONDUCTOR CORP [ONNN]</u> 4. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <p style="text-align: center;"><u>Exec VP & CFO</u></p>	5. If Amendment, Date of Original Filed (Month/Day/Year) 6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
<u>Common</u>	<u>17,422</u>	<u>D</u>	

Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)		3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of Derivative Security	5. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
	Date Exercisable	Expiration Date				
<u>Stock Option (right to buy)</u>	<u>02/17/2006⁽¹⁾</u>	<u>02/17/2015</u>	<u>Common</u>	<u>4.8</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>03/03/2009⁽²⁾</u>	<u>03/03/2018</u>	<u>Common</u>	<u>5.93</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>07/06/2011⁽³⁾</u>	<u>07/06/2017</u>	<u>Common</u>	<u>6.31</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>03/23/2007⁽⁴⁾</u>	<u>03/23/2016</u>	<u>Common</u>	<u>6.83</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>02/05/2005⁽⁵⁾</u>	<u>02/05/2014</u>	<u>Common</u>	<u>7.02</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>03/05/2013⁽⁶⁾</u>	<u>03/05/2019</u>	<u>Common</u>	<u>8.4</u>	<u>D</u>	
<u>Stock Option (right to buy)</u>	<u>03/05/2008⁽⁷⁾</u>	<u>03/05/2017</u>	<u>Common</u>	<u>9.208</u>	<u>D</u>	

Explanation of Responses:

1. Granted on February 17, 2005 under the Issuer's 2000 Stock Incentive Plan. The option vested in four (4) equal installments on each of the first through fourth anniversaries of the Grant Date.
2. Granted on March 3, 2008 under the Issuer's 2000 Stock Incentive Plan. The option vested in four (4) equal installments on each of the first through fourth anniversaries of the Grant Date.
3. Granted on July 6, 2010 under the Issuer's Amended and Restated Stock Incentive Plan ("Amended and Restated SIP"). The option vests in four (4) equal installments on each of the first through fourth anniversaries of the Grant Date, subject to continued employment with the Issuer and other terms and conditions of the Amended and Restated SIP and the related stock option agreement.
4. Granted on March 23, 2006 under the Issuer's 2000 Stock Incentive Plan. The option vested in four (4) equal installments on each of the first through fourth anniversaries of the Grant Date.
5. Granted on February 5, 2004 under the Issuer's 2000 Stock Incentive Plan. The option vested as follows: 25% on February 5, 2005 and 75% on November 16, 2005.
6. Granted on March 5, 2012 under the Issuer's Amended and Restated Stock Incentive Plan ("Amended and Restated SIP"). The option is exercisable as follows: 25% on March 13, 2013 and approximately 6.25% quarterly thereafter on June 5th, September 5th, December 5th and March 5th, up to and including March 5, 2016, subject to continued employment with the Issuer and other terms and conditions of the Amended and Restated SIP and the related stock option agreement.
7. Granted on March 5, 2007 under the Issuer's 2000 Stock Incentive Plan. The option vested in four (4) equal installments on each of the first through fourth 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. gutmann2012poa.txt

/s/ Judith A. Boyle, Attorney-in-Fact 10/01/2012

** 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 5 (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
(Bernard Gutmann)

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 time.

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

/s/ BERNARD GUTMANN
Bernard Gutmann

Dated: September 24, 2012