

Rajgarhia Vivek
Form 3
August 17, 2017

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

OMB Number: 3235-0104
Expires: January 31, 2015
Estimated average burden hours per response... 0.5

INITIAL STATEMENT OF 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)

| | | | | | |
|---|---|--|--|---|--|
| <p>1. Name and Address of Reporting Person *</p> <p>Â Rajgarhia Vivek</p> <p>(Last) (First) (Middle)</p> <p>C/O MACOM TECHNOLOGY SOLUTIONS HOLDINGS,Â 100 CHELMSFORD STREET</p> <p>(Street)</p> <p>LOWELL,Â MAÂ 01851</p> <p>(City) (State) (Zip)</p> | <p>2. Date of Event Requiring Statement</p> <p>(Month/Day/Year)</p> <p>08/07/2017</p> | <p>3. Issuer Name and Ticker or Trading Symbol</p> <p>MACOM Technology Solutions Holdings, Inc. [MTSI]</p> | <p>4. Relationship of Reporting Person(s) to Issuer</p> <p>(Check all applicable)</p> <p><input type="checkbox"/> Director <input type="checkbox"/> 10% Owner</p> <p><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other</p> <p>(give title below) (specify below)</p> <p>SVP & GM, Lightwave</p> | <p>5. If Amendment, Date Original Filed(Month/Day/Year)</p> | <p>6. Individual or Joint/Group Filing(Check Applicable Line)</p> <p><input checked="" type="checkbox"/> Form filed by One Reporting Person</p> <p><input type="checkbox"/> Form filed by More than One Reporting Person</p> |
|---|---|--|--|---|--|

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) |
|------------------------------------|--|---|--|
| Common Stock | 51,907 ⁽¹⁾ | D | Â |

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

SEC 1473 (7-02)

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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 | 4. Conversion or Exercise | 5. Ownership Form of | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---|---|--|---------------------------|----------------------|--|
|---|---|--|---------------------------|----------------------|--|

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| | Date Exercisable | Expiration Date | (Instr. 4) Title | Amount or Number of Shares | Price of Derivative Security | Derivative Security: Direct (D) or Indirect (I) (Instr. 5) | |
|-----------------------------|------------------|-----------------|---------------------|----------------------------|------------------------------|---|---|
| Stock Option (Right to Buy) | Â (2) | 11/13/2022 | Common Stock | 10,000 | \$ 32.1 | D | Â |
| Stock Option (Right to Buy) | Â (3) | 11/09/2023 | Common Stock | 20,000 | \$ 40.25 | D | Â |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|---|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Rajgarhia Vivek C/O MACOM TECHNOLOGY SOLUTIONS HOLDINGS 100 CHELMSFORD STREET LOWELL, MA 01851 | Â | Â | Â SVP & GM, Lightwave | Â |

Signatures

/s/ Clay Simpson,
Attorney-in-Fact

08/17/2017

__Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- (1) Includes (i) 5,000 restricted stock units ("RSUs") granted on March 14, 2017, which vest as follows: 1,250 RSUs vest on February 15, 2018, 1,250 RSUs vest on February 15, 2019, 1,250 RSUs vest on February 15, 2020 and 1,250 RSUs vest on February 15, 2021, provided that the Reporting Person remains in continuous service with the Issuer through each vesting date; (ii) 16,667 RSUs granted on July 20, 2016, which vest as follows: 8,333 RSUs vest on May 15, 2018 and 8,334 RSUs vest on May 15, 2019, provided that the Reporting Person remains in continuous service with the Issuer through each vesting date; (iii) 3,404 RSUs granted on March 17, 2016, which vest as follows: 1,134 RSUs vest on February 15, 2018, 1,134 RSUs vest on February 15, 2019 and 1,136 RSUs vest on February 15, 2020, provided that the Reporting Person remains in continuous service with the Issuer through each vesting date; (Footnote 1 continues in the Remarks section)
- (2) 100% of the Stock Option shall become vested and exercisable in the event that the 30 trading day trailing average closing price per share of the Common Stock meets or exceeds \$64.22 per share.
- (3) 100% of the Stock Option shall become vested and exercisable in the event that the 30 trading day trailing average closing price per share of the Common Stock meets or exceeds \$66.96 per share.

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Remarks:

Footnote 1 continued: (iv) 7,639 RSUs granted on June 29, 2015, which vest on June 29, 2018,

Exhibit List: Exhibit 24 - Power of Attorney

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure.

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