

SKYWORKS SOLUTIONS, INC.

Form 4

November 12, 2015

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
Tremallo Mark V B

2. Issuer Name **and** Ticker or Trading  
Symbol  
SKYWORKS SOLUTIONS, INC.  
[SWKS]

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

(Last) (First) (Middle)  
20 SYLVAN ROAD  
(Street)

3. Date of Earliest Transaction  
(Month/Day/Year)  
11/09/2015

\_\_\_\_ Director \_\_\_\_ 10% Owner  
\_\_\_\_X\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)  
VP, General Counsel & Secretary

WOBURN, MA 01801

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

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_\_\_X\_\_\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

(City) (State) (Zip)

**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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price		
Common Stock	11/09/2015		A		2,364 (1)	A	\$ 0	24,367	D
Common Stock	11/09/2015		F		1,117 (2)	D	\$ 84.89	23,250	D
Common Stock	11/09/2015		A		7,500 (3)	A	\$ 0	30,750	D
Common Stock	11/09/2015		F		3,544 (2)	D	\$ 84.89	27,206	D
Common Stock	11/09/2015		A		14,968 (4)	A	\$ 0	42,174	D

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Common Stock	11/09/2015	F	<u>7,073</u> (2)	D	\$ 84.89	35,101	D	
Common Stock	11/10/2015	A	<u>5,000</u> (5)	A	\$ 0	40,101	D	
Common Stock	11/10/2015	F	<u>2,363</u> (2)	D	\$ 80.37	37,738	D	
Common Stock	11/10/2015	M <sup>(6)</sup>	5,000	A	\$ 19.08	42,738	D	
Common Stock	11/10/2015	S <sup>(6)</sup>	1,783	D	\$ 80.2 (7)	40,955	D	
Common Stock	11/10/2015	S <sup>(6)</sup>	3,217	D	\$ 80.77 (8)	37,738	D	
Common Stock	11/10/2015	S <sup>(6)</sup>	2,400	D	\$ 80.19 (9)	35,338	D	
Common Stock	11/10/2015	S <sup>(6)</sup>	4,300	D	\$ 80.76 (10)	31,038	D	
Common Stock						1,544 <sup>(11)</sup>	I	By 401(k) plan

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)
				Code	V (A) (D)	Date Exercisable Expiration Date	Title Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 84.89	11/09/2015		A	16,000	<sup>(12)</sup> 11/09/2022	Common Stock 16,000

Employee

Stock

Option (right to buy)	\$ 19.08	11/10/2015	M <sup>(6)</sup>	5,000	<sup>(13)</sup>	11/10/2018	Common Stock	5,000
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## Reporting Owners

Reporting Owner Name / Address	Relationships
	Director    10% Owner    Officer    Other
Tremallo Mark V B 20 SYLVAN ROAD WOBURN, MA 01801	VP, General Counsel & Secretary

## Signatures

Robert J. Terry, as Attorney-In-Fact for Mark V.B. Tremallo	11/12/2015
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\*\*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) Unrestricted stock award under the Issuer's 2015 Long-Term Incentive Plan made as partial payment for an amount due to the Reporting Person under the Issuer's Fiscal 2015 Executive Incentive Plan.
  - (2) Transfer of stock to the Issuer of the number of common shares determined to be sufficient to satisfy tax withholding obligations related to the issuance of unrestricted stock to the Reporting Person.  
Represents 7,500 shares of common stock issued to the Reporting Person pursuant to a performance share award dated 11/7/2013. Such performance share award contained both a continued employment condition and a performance condition related to the achievement by the Issuer of certain pre-established performance metrics for fiscal year 2014.
  - (3) Represents 14,968 shares of common stock issued to the Reporting Person pursuant to a performance share award dated 11/8/2012. Such performance share award contained both a continued employment condition and a performance condition related to the achievement by the Issuer of certain pre-established performance metrics for fiscal year 2013.
  - (4) Represents 5,000 shares of common stock issued to the Reporting Person pursuant to a performance share award dated 11/10/2014. Such performance share award contained both a continued employment condition and a performance condition related to the achievement by the Issuer of certain pre-established performance metrics for fiscal year 2015.
  - (5) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 8/7/2015.
  - (6) The price reflects the average selling price of the shares sold. Actual sale prices ranged from \$80.01 per share to \$80.29 per share.
  - (7) The price reflects the average selling price of the shares sold. Actual sale prices ranged from \$80.41 per share to \$81.35 per share.
  - (8) The price reflects the average selling price of the shares sold. Actual sale prices ranged from \$80.00 per share to \$80.34 per share.
  - (9) The price reflects the average selling price of the shares sold. Actual sale prices ranged from \$80.39 per share to \$81.35 per share.
  - (10) This total represents the number of shares of common stock held by the Reporting Person in the Skyworks Solutions, Inc. 401(k) plan based on the latest plan statement dated 10/31/2015.
  - (11) This stock option vests in four (4) equal installments, beginning on 11/9/2016 and ending on 11/9/2019.
  - (12) This stock option vested in four (4) equal installments, beginning on 11/10/2012 and ending on 11/10/2015.

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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