

M/A-COM Technology Solutions Holdings, Inc.

Form 4

November 25, 2014

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

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(Print or Type Responses)

1. Name and Address of Reporting Person *
OCAMPO JOHN L

2. Issuer Name **and** Ticker or Trading
Symbol
M/A-COM Technology Solutions
Holdings, Inc. [MTSI]

5. Relationship of Reporting Person(s) to
Issuer

(Check all applicable)

(Last) (First) (Middle)
100 CHELMSFORD STREET
(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
11/21/2014

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

LOWELL, MA 01851

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

6. Individual or Joint/Group Filing(Check
Applicable Line)
☐ 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	11/21/2014		S		64,993	D	\$ 25.1 (2)	1,322,718	I	By GaAs Labs, LLC (1)
Common Stock	11/21/2014		S		14,700	D	\$ 25.5 (3)	1,308,018	I	By GaAs Labs, LLC (1)
Common Stock	11/24/2014		S		40,899	D	\$ 25.04 (4)	1,267,119	I	By GaAs Labs, LLC (1)
Common Stock	11/25/2014		S		24,388	D	\$ 25.27	1,242,731	I	By GaAs Labs, LLC

(5)(1)

Common Stock	13,025,500	I	By Ocampo Family Trust - 2001 <u>(1)</u>
Common Stock	3,540,000	I	By trust for son <u>(1)</u>
Common Stock	3,540,000	I	By trust for daughter <u>(1)</u>
Common Stock	3,540,000	I	By trust for son <u>(1)</u>

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)	8. Price of Derivative Security (Instr. 5)	9. Number of Derivative Securities Owned Following Transaction (Instr. 6)
				Code	V	(A)	(D)	Amount or Number of Shares	

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
OCAMPO JOHN L 100 CHELMSFORD STREET LOWELL, MA 01851	X	X	Chairman	

OCAMPO SUSAN
100 CHELMSFORD STREET
LOWELL, MA 01851

X X

Signatures

/s/ Clay Simpson,
Attorney-in-Fact

11/25/2014

__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) John and Susan Ocampo are co-trustees of each of the Ocampo Family Trust - 2001 and the trusts for the benefit of their children (collectively, the "Ocampo Family Trusts"). The Ocampo Family Trusts are the members, and John Ocampo is the manager, of GaAs Labs, LLC.

(2) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$24.50 to \$25.49, inclusive. The reporting person undertakes to provide to the issuer, any shareholder of the issuer, or the staff of the Securities and Exchange Commission, upon request, full information regarding the number of shares sold at each separate price within the range set forth in footnotes 2, 3, 4 and 5.

(3) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$25.50 to \$25.51, inclusive.

(4) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$25.00 to \$25.30, inclusive.

(5) The price reported in Column 4 is a weighted average price. The shares were sold in multiple transactions at prices ranging from \$25.25 to \$25.39, inclusive.

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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