

GASPARINI LAURA A

Form 4

November 14, 2017

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 *
GASPARINI LAURA A

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)
11/09/2017

____ Director ____ 10% Owner
__X__ Officer (give title ____ Other (specify
below) below)
VP, Human Resources

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 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)
Common Stock	11/09/2017		A	645 ⁽¹⁾	A \$ 0 11,088 ⁽²⁾	D	
Common Stock	11/09/2017		F	211 ⁽³⁾	D \$ 111.12 10,877	D	
Common Stock	11/09/2017		A	3,476 ⁽⁴⁾	A \$ 0 14,353	D	
Common Stock	11/09/2017		F	1,135 ⁽³⁾	D \$ 111.12 13,218	D	
Common Stock	11/09/2017		M	580	A <u>\$</u> 13,798	D	

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Common Stock	11/09/2017	F	190 ⁽³⁾	D	\$ 111.12	13,608	D	
Common Stock	11/10/2017	A	3,000 ⁽⁶⁾	A	\$ 0	16,608	D	
Common Stock	11/10/2017	F	1,256 ⁽³⁾	D	\$ 110.41	15,352	D	
Common Stock	11/13/2017	M	1,150	A	\$ 25.25	16,502	D	
Common Stock	11/13/2017	S	1,150	D	\$ 110.53 ⁽⁷⁾	15,352	D	
Common Stock	11/13/2017	M	3,000	A	\$ 60.97	18,352	D	
Common Stock	11/13/2017	S	3,000	D	\$ 110.53 ⁽⁷⁾	15,352	D	
Common Stock	11/13/2017	M	6,000	A	\$ 84.89	21,352	D	
Common Stock	11/13/2017	S	6,000	D	\$ 110.53 ⁽⁷⁾	15,352	D	
Common Stock	11/13/2017	M	1,982	A	\$ 77.66	17,334	D	
Common Stock	11/13/2017	S	1,982	D	\$ 110.53 ⁽⁷⁾	15,352	D	
Common Stock						446 ⁽⁸⁾	I	By spouse
Common Stock						791 ⁽⁹⁾	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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(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	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	6. Date Exercisable and Expiration Date (Month/Day/Year)	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	8. D
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Security			Disposed of (D) (Instr. 3, 4, and 5)		Date Exercisable	Expiration Date	Title	Amount or Number of Shares
	Code	V	(A)	(D)				
Restricted Stock Units	<u>(5)</u>	11/09/2017	M	580	<u>(10)</u>	<u>(10)</u>	Common Stock	580
Employee Stock Option (right to buy)	\$ 25.25	11/13/2017	M	1,150	<u>(11)</u>	11/07/2020	Common Stock	1,150
Employee Stock Option (right to buy)	\$ 60.97	11/13/2017	M	3,000	<u>(12)</u>	11/10/2021	Common Stock	3,000
Employee Stock Option (right to buy)	\$ 84.89	11/13/2017	M	6,000	<u>(13)</u>	11/09/2022	Common Stock	6,000
Employee Stock Option (right to buy)	\$ 77.66	11/13/2017	M	1,982	<u>(14)</u>	11/09/2023	Common Stock	1,982

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
GASPARINI LAURA A 20 SYLVAN ROAD WOBURN, MA 01801			VP, Human Resources	

Signatures

Daniel L. Ricks, as Attorney-In-Fact for Laura A. Gasparini

11/14/2017

____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) Represents 645 shares of common stock issued to the Reporting Person pursuant to a performance share award dated 11/9/2015. 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 2016.
- (2) This total includes 43 shares purchased on 7/31/2017 through the Skyworks Solutions, Inc. 2002 Employee Stock Purchase Plan.
- (3) 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.
- (4) Represents 3,476 shares of common stock issued to the Reporting Person pursuant to a performance share award dated 11/9/2016. 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 2017.
- (5) Restricted stock units convert into shares of common stock on a one-for-one basis.
- (6) Represents 3,000 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.
- (7) The price reflects the average selling price of the shares sold. Actual sale prices ranged from \$110.49 per share to \$110.69 per share.
- (8) This total represents the number of shares of common stock held by the spouse of the Reporting Person. The Reporting Person disclaims beneficial ownership of these securities, and the filing of this report is not an admission that the Reporting Person is the beneficial owner of these securities for the purposes of Section 16 or for any other purposes.
- (9) 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 10/31/2017.
- (10) The restricted stock units vest in four (4) equal installments, beginning on 11/9/2017 and ending on 11/9/2020.
- (11) This stock option vested in four (4) equal installments, beginning on 11/7/2014 and ending on 11/7/2017.
- (12) This stock option vests in four (4) equal installments, beginning on 11/10/2015 and ending on 11/10/2018.
- (13) This stock option vests in four (4) equal installments, beginning on 11/9/2016 and ending on 11/9/2019.
- (14) This stock option vests in four (4) equal installments, beginning on 11/9/2017 and ending on 11/9/2020.

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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