SEC Form 4

FORM 4

UNI

ED 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

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940 OMB APPROVAL
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1. Name and Address of Reporting Person [*] LEVAN GEORGE			2. Issuer Name and Ticker or Trading Symbol <u>SKYWORKS SOLUTIONS INC</u> [SWKS]		tionship of Reporting Per all applicable) Director	rson(s) to Issuer 10% Owner	
(Last) 20 SYLVAN R	(First) OAD	(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/06/2007	- x	Officer (give title below) VP, Human Re	Other (specify below) 2SOURCES	
(Street) WOBURN (City)	WOBURN MA 01801		4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	idual or Joint/Group Filing (Check Applicable Form filed by One Reporting Person Form filed by More than One Reporting Person		

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. Transa Code (8)				5. Amount of Securities Beneficially Owned Following Reported	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	Transaction(s) (Instr. 3 and 4)		(1150.4)
Common Stock	11/06/2007		A		16,000(1)	Α	\$0.00	66,906 ⁽²⁾	D	
Common Stock	11/06/2007		A		1,853	D	\$9.33	65,053	D	
Common Stock	11/08/2007		A		2,779	D	\$8.44	62,274	D	
Common Stock								12,009 ⁽³⁾	I	By 401(k) plan

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

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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. Transa Code (8)		5. Numl of Derivat Securit Acquire (A) or Dispose of (D) (I 3, 4 and	ive ies ed ed nstr.	6. Date Exercisable and Expiration Date (Month/Day/Year)		e of Securities		8. Price of Derivative Security (Instr. 5)	9. Number of derivative Securities Beneficially Owned Following Reported Transaction(s) (Instr. 4)	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	11. Nature of Indirect Beneficial Ownership (Instr. 4)
				Code	v	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Common Stock (Right to Buy)	\$9.33	11/06/2007		A		32,000		(4)	11/06/2014	Common Stock	32,000	\$0.00	32,000	D	
Performance Rights	\$0.00	11/06/2007		A		60,000		(5)	11/06/2010	Common Stock	60,000	\$0.00	60,000	D	

Explanation of Responses:

1. Restricted stock granted under the Skyworks Solutions, Inc. 2005 Long-Term Incentive Plan. Stock vests over four (4) years in three (3) equal installments, beginning on 11/6/2009 and ending on 11/6/2011; provided, however, that if the percentage change in the price of Skyworks' common stock meets certain annual performance targets, 1/3 of the restricted shares could vest as early as 11/6/2008, and another 1/3 could vest as early as 11/6/2009, such that 100% of the grant could be vested by such date.

2. This total includes the 1,000 shares of common stock acquired by the reporting person in the Skyworks Solutions, Inc. Employee Stock Purchase Plan since the last report.

3. 1. This total represents the number of shares of common stock held by the reporting person in the Skyworks Solutions, Inc. 401(k) plan. The information in this report is based on the latest plan statement dated 11/7/2007.

4. Stock option granted under the Company's 2005 Long-Term Incentive Plan. The stock option vests in four (4) equal installments, beginning on 11/6/2008 and ending on 11/6/2011.

5. Receipt of performance shares is tied to stock price appreciation thresholds measured over a three-year performance period ending on November 6, 2010. One third of the total performance shares will be earned upon each incremental 20% stock price appreciation from the 60-day trading average of the common stock immediately preceding the date of grant, such that 100% of the total performance shares will be earned upon stock price appreciation of at least 60% during the performance period. Continued service through the end of the performance period is required to earn the performance shares.

Remarks:



<u>11/08/2007</u>

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 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).

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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