



CODE OF ETHICS FOR PRINCIPAL FINANCIAL OFFICERS

The Company has adopted this Code of Ethics for Principal Financial Officers, specifically for its Chief Executive Officer (“CEO”), Chief Financial Officer (“CFO”), controller and other persons performing similar functions for the Company. This Code of Ethics for Principal Financial Officers supplements the Code of Business Conduct and Ethics and is intended to promote ethical conduct and compliance with the law and to deter wrongdoing. Therefore, as a financial officer covered by this Code, in addition to the Code of Business Conduct and Ethics you agree to be bound by and adhere to the following obligations:

- act ethically, honestly and with integrity in all matters;
- promote and ensure full, fair, accurate, timely and understandable disclosure in the Company’s filings with, and submissions to, the SEC;
- promptly report any material information of which you may be aware that affects the disclosures made by the Company in its public filings;
- promptly report any information you may have concerning (a) deficiencies in the design or operation of internal controls that could adversely and materially affect the Company’s ability to record, process, summarize and report financial data; or (b) any fraud, whether or not material, that involves management or other employees who have a role in the Company’s financial reporting, disclosures or internal controls;
- exercise leadership to ensure that employees understand their obligations to the public and under the law with respect to Company disclosures, and that results are never more important than compliance with law;
- encourage employees to raise questions or concerns regarding the Company’s public disclosures and communications and ensure that such questions or concerns are appropriately addressed in a timely manner;
- provide the Company’s employees, consultants, advisors and members of its Board of Directors that are involved in the preparation of the Company’s public disclosures with information that is accurate, complete, objective, relevant, timely and understandable;

- act in good faith, responsibly, with due care, competence and diligence, without misrepresenting material facts (or failing to disclose material facts) or allowing your judgment to be subordinated by others;
- share knowledge and maintain skills important and relevant to the Company's needs;
- actively promote, and exemplify, ethical and honest behavior among your peers;
- comply with all applicable laws, rules and regulations of federal, state, provincial and local governments, and other appropriate private and public regulatory agencies;
- comply with the Company's disclosure controls and procedures and internal controls and procedures for financial reporting;
- record or participate in recording entries in the Company's books and records that are accurate to the best of their knowledge; and
- promptly report any information you may have concerning a violation or suspected violation of the securities laws or other laws, rules or regulations applicable to the Company, or any violation of this Code.

A violation of these obligations, including a failure to report potential violations by others, is a serious matter that may result in disciplinary action. The Board of Directors shall determine, or designate appropriate persons to determine, suitable actions to be taken in the event of violations of this Code by the Company's Principal Financial Officers. Such actions shall be reasonably designed to deter wrongdoing and to promote accountability for adherence to this Code. The actions may include written notices to the individual involved that the Board has determined that there has been a violation, censure by the Board, demotion or re-assignment of the individual involved, suspension with or without pay or benefits, and termination of the individual's employment.

It is against Skyworks' policy to retaliate against you or any employee for good faith reporting of violations, or suspected violations, of this code. You have an obligation to immediately report any violations or suspected violations of this code to the CEO, Compliance Officer, and/or the Audit Committee. You may also use the Complaint Procedures established by the Audit Committee of the Board of Directors, which are located on *Skylink*.

The Board of Directors shall have the sole and absolute discretionary authority to approve any deviation or waiver from this Code of Ethics for Principal Financial Officers. Any change in or waiver from and the nature of such change or waiver of this Code of Ethics for Principal Financial Officers shall be promptly disclosed to the Securities and Exchange Commission on Form 8-K.