SEC Form 4

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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

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 2225 0207

5										
	hours per response:	0.5								
	Estimated average burden									
		3233-0207								

1. Name and Addres <u>Tremallo Mar</u>	s of Reporting Persor $\underline{k \ V \ B}$	1	2. Issuer Name and Ticker or Trading Symbol <u>SKYWORKS SOLUTIONS, INC.</u> [SWKS]	(Checł	tionship of Reporting Pers (all applicable) Director Officer (give title	n(s) to Issuer 10% Owner Other (specify
(Last) (First) (Middle) 20 SYLVAN ROAD		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 11/08/2012	X	below) VP, General Counsel	below)
(Street) WOBURN (City)	MA (State)	01801 (Zip)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line) X	vidual or Joint/Group Filing Form filed by One Repo Form filed by More than Person	rting 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. Transaction Code (Instr. 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)		(1130. 4)
Common Stock	11/09/2012		A		14,743(1)	A	\$0.00	59,826	D	
Common Stock	11/09/2012		F		6,381 ⁽²⁾	D	\$20.57	53,445	D	
Common Stock	11/12/2012		A		17,160 ⁽³⁾	A	\$0.00	70,605	D	
Common Stock	11/12/2012		F		7,165 ⁽²⁾	D	\$20.81	63,440	D	
Common Stock	11/12/2012		A		10,747(4)	A	\$0.00	74,187	D	
Common Stock	11/12/2012		F		4,4 87 ⁽²⁾	D	\$20.81	69,700	D	
Common Stock								733 ⁽⁵⁾	Ι	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 Derivati Securiti Acquire (A) or Dispose of (D) (I 3, 4 and	Expiration Date (Month/Day/Year) red		ate 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				
Employee Stock Option (Right to Buy)	\$20.02	11/08/2012		A		22,000		(6)	11/08/2019	Common Stock	22,000	\$0.00	22,000	D	

Explanation of Responses:

1. Represents 14,743 shares of common stock issued to the Reporting Person pursuant to a performance share award dated November 9, 2010. 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 2011.

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.

3. Represents 17,160 shares of common stock issued to the Reporting Person pursuant to a performance share award dated November 10, 2009. 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 2010.

4. Represents 10,747 shares of common stock issued to the Reporting Person pursuant to a performance share award dated November 10, 2011. 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 2012.

5. 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 10/31/2012

6. This stock option vests in four (4) equal installments, beginning on 11/8/2013 and ending on 11/8/2016.

Remarks:

Robert J. Terry, as Attorney-In-11/13/2012 Fact for Mark V.B. Tremallo

** Signature of Reporting Person Date

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.

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB Number.