SECURITIES AND EXCHANGE COMMISSION WASHINGTON, D.C. 20549

FORM S-8

REGISTRATION STATEMENT UNDER THE SECURITIES ACT OF 1933

Skyworks Solutions, Inc.

(Exact Name of Registrant as specified in its charter)

Delaware (State or other jurisdiction of incorporation or organization) 04-2302115 (I.R.S. Employer Identification No.)

Skyworks Solutions, Inc. 20 Sylvan Road Woburn, Massachusetts 01801 (Address of Principal Executive Offices) (Zip Code)

Non-Qualified Employee Stock Purchase Plan (Full title of the plan)

Mark V. B. Tremallo Vice President, General Counsel and Secretary Skyworks Solutions, Inc. 20 Sylvan Road Woburn, Massachusetts 01801 (Name and Address of Agent for Service of Process)

(781) 935-5150 (Telephone Number, Including Area Code, of Agent For Service)

CALCULATION OF REGISTRATION FEE

Title of Securities to be Registered	Amount to be Registered ⁽¹⁾	Proposed Maximum Offering Price Per Share ⁽²⁾	Proposed Maximum Aggregate Offering Price ⁽²⁾	Amount of Registration Fee ⁽³⁾
Non-Qualified Employee Stock Purchase Plan Common Stock (par value \$.25 per share)	100,000	\$ 7.39	\$ 739,000	\$ 86.98

(1) In addition, pursuant to Rule 416(a), this Registration Statement also covers such presently indeterminable number of additional shares of Common Stock are registered as may become issuable under the anti-dilution provisions contained in the Registrant's Non-Qualified Employee Stock Purchase Plan.

(2) The price of \$7.39 per share, which is the average of the high and low prices of the common stock as reported on the Nasdaq National Market on January 26, 2005, is set forth solely for purposes of calculating the filing fee pursuant to Rules 457(c) and (h).

(3) Calculated pursuant to Section 6(b) of the Securities Act of 1933, as amended (the "Securities Act").

This Registration Statement registers additional securities of the same class as other securities for which registration statement filed on Form S-8 (File No. 333-100313) of the Registrant is effective. The information contained in the Registrant's Registration Statement on Form S-8 (File No. 333-100313) is incorporated by reference herein pursuant to General Instruction E.

PART II

INFORMATION REQUIRED IN THE REGISTRATION STATEMENT

Item 8. Exhibits.

Exhibit No.	Description of Exhibit
4.1	Specimen Certificate of Common Stock (filed as Exhibit 4 to the Registrant's
	Registration Statement on Form S-3 (No. 333-92394) and incorporated herein by reference)
5.1	Opinion of Testa, Hurwitz & Thibeault, LLP
23.1	Consent of KPMG LLP
23.2	Consent of Testa, Hurwitz & Thibeault, LLP (included in Exhibit 5.1)
24.1	Power of Attorney (included as part of the signature page of this Registration Statement)

Pursuant to the requirements of the Securities Act of 1933, the Registrant certifies that it has reasonable grounds to believe that it meets all of the requirements for filing on Form S-8 and has duly caused this Registration Statement to be signed on its behalf by the undersigned, thereunto duly authorized, in the City of Woburn, in the Commonwealth of Massachusetts, on this 27th day of January, 2005.

POWER OF ATTORNEY AND SIGNATURES

We, the undersigned officers and directors of Skyworks Solutions, Inc., hereby severally constitute and appoint David J. Aldrich and Allan M. Kline, and each of them singly, our true and lawful attorneys, with full power to them and each of them singly, to sign for us in our names in the capacities indicated below, all pre-effective and post-effective and methods. This Registration Statement and any related subsequent registration statement provide and any related subsequent regist requirements of the Securities and Exchange Commission.

Pursuant to the requirements of the Securities Act of 1933, this Registration Statement has been signed by the following persons in the capacities and on the dates indicated below:

SIGNATURE	TITLE	DATE
<u>/s/ DAVID J. ALDRICH</u> David J. Aldrich	President, Chief Executive Officer and Director (Principal Executive Officer)	January 27, 2005
<u>/s/ ALLAN M. KLINE</u> Allan M. Kline	Vice President and Chief Financial Officer (Principal Accounting and Financial Officer)	January 27, 2005
<u>/s/ DWIGHT W. DECKER</u> Dwight W. Decker	Chairman of the Board	January 27, 2005
<u>/s/ DONALD R. BEALL</u> Donald R. Beall	Director	January 27, 2005
<u>/s/ KEVIN L. BEEB</u> Kevin L. Beebe	Director	January 27, 2005
<u>/s/</u> Moiz M. Beguwala	Director	January 27, 2005
<u>/s/ TIMOTHY R. FUREY</u> Timothy R. Furey	Director	January 27, 2005
<u>/s/ BALAKRISHNAN S. IYER</u> Balakrishnan S. Iyer	Director	January 27, 2005
<u>/s/ DAVID J. MCLACHLAN</u> David J. McLachlan	Director	January 27, 2005
<u>/s/ THOMAS C. LEONARD</u> Thomas C. Leonard	Director	January 27, 2005

INDEX TO EXHIBITS

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- 5.1 Consent of KPMG LLP
- 23.1 23.2
- Consent of Testa, Hurvitz & Thibeault, LLP (included in Exhibit 5.1) Power of Attorney (included as part of the signature page of this Registration Statement) 24.1

CONSENT OF INDEPENDENT REGISTERED PUBLIC ACCOUNTING FIRM

The Board of Directors Skyworks Solutions, Inc.:

We consent to the use of our report dated December 10, 2004, with respect to the consolidated balance sheets of Skyworks Solutions, Inc. as of September 30, 2004 and 2003, and the related consolidated statements of operations, stockholders' equity and comprehensive income, and cash flows for each of the years in the three-year period ended September 30, 2004, incorporated herein by reference.

/s/ KPMG LLP

KPMG LLP

Boston, Massachusetts January 26, 2005

TESTA, HURWITZ & THIBEAULT, LLP

ATTORNEYS AT LAW

Office (617) 248-7000

125 High Street Boston, Massachusetts 02110-2704

Fax (617) 248-7100

January 25, 2005

Skyworks Solutions, Inc. 20 Sylvan Road Woburn, Massachusetts 01801

> Re: Registration Statement on Form S-8 Relating to the <u>Skyworks Solutions, Inc. Non-Qualified Employee Stock Purchase Plan (the "Plan")</u>

Ladies and Gentlemen:

Reference is made to the above-captioned Registration Statement on Form S-8 (the "Registration Statement") filed by Skyworks Solutions, Inc. (the "Company") with the Securities and Exchange Commission under the Securities Act of 1933, as amended, relating to an aggregate of 100,000 shares of Common Stock, \$.25 par value, of the Company (the "Shares").

We are counsel to the Company and are familiar with the proceedings of its stockholders and Board of Directors. We have examined original or certified copies of the Company's Restated Certificate of Incorporation, as amended, the Company's second amended and restated by-laws, the corporate records of the Company to the date hereof, and such other certificates, documents, records and materials as we have deemed necessary in connection with this opinion letter.

We are members only of the Bar of the Commonwealth of Massachusetts and are not experts in, and express no opinion regarding, the laws of any jurisdiction other than the Commonwealth of Massachusetts and the United States of America, and the General Corporation Law of the State of Delaware.

Based upon and subject to the foregoing, we are of the opinion that the Shares issued or proposed to be issued by the Company pursuant to the Plan will be, upon receipt of the consideration provided for in the Plan, validly issued, fully paid and nonassessable after issuance of such Shares in accordance with the terms of the Plan.

We hereby consent to the filing of this opinion as Exhibit 5.1 to the Registration Statement.

Very truly yours,

Teda Homanty & The beauti, LLP

TESTA, HURWITZ & THIBEAULT, LLP (a limited liability partnership in dissolution)

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