

ALDRICH DAVID J

Form 4

May 03, 2019

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 *
ALDRICH DAVID J

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)
05/03/2019

☒ Director ☐ 10% Owner
☐ Officer (give title below) ☐ Other (specify below)

WOBURN, MA 01801

4. If Amendment, Date Original
Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check
Applicable Line)
☒ 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 Ownership Indirect Beneficial Ownership (Instr. 4)
Common Stock	05/03/2019		M ⁽¹⁾	10,000	A \$ 60.97	210,922	D
Common Stock	05/03/2019		S ⁽¹⁾	600	D \$ 89.41	210,322	D
Common Stock	05/03/2019		S ⁽¹⁾	600	D \$ 88.66	209,722	D
Common Stock	05/03/2019		S ⁽¹⁾	2,500	D \$ 86.94	207,222	D

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Common Stock	05/03/2019	S ⁽¹⁾	2,400	D	\$ 86.04 (5)	204,822	D	
Common Stock	05/03/2019	S ⁽¹⁾	3,900	D	\$ 85.18 (6)	200,922	D	
Common Stock						20,175 ⁽⁷⁾	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 Security	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 Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of Underlying Securities (Instr. 3 and 4)			
				Code	V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option (right to buy)	\$ 60.97	05/03/2019		M ⁽¹⁾		10,000		⁽⁸⁾	05/09/2020	Common Stock	10,000

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
ALDRICH DAVID J 20 SYLVAN ROAD WOBURN, MA 01801		X		

Signatures

Daniel L. Ricks, as Attorney-In-Fact for David J. Aldrich
05/03/2019

 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) This transaction was effected pursuant to a Rule 10b5-1 trading plan adopted by the Reporting Person on 2/12/2019.
- (2) The price reflects the average selling price of the shares sold. Actual sale prices ranged from \$88.90 per share to \$89.89 per share.
- (3) The price reflects the average selling price of the shares sold. Actual sale prices ranged from \$88.35 per share to \$88.83 per share.
- (4) The price reflects the average selling price of the shares sold. Actual sale prices ranged from \$86.49 per share to \$87.48 per share.
- (5) The price reflects the average selling price of the shares sold. Actual sale prices ranged from \$85.49 per share to \$86.48 per share.
- (6) The price reflects the average selling price of the shares sold. Actual sale prices ranged from \$85.00 per share to \$85.48 per share.
- (7) 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 04/30/2019.

This stock option was originally scheduled to vest in four (4) equal installments, beginning on 11/10/2015 and ending on 11/10/2018.
- (8) Pursuant to the Second Amended and Restated Change of Control/Severance Agreement between the Reporting Person and Skyworks Solutions, Inc., vesting of the unvested portion of this stock option was accelerated on 5/24/2018, in conjunction with the Reporting Person's cessation of employment.

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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