SEC Form 3

FORM 3

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

## **INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

OMB APPROVAL OMB Number: 3235-0104

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Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934 or Section 30(h) of the Investment Company Act of 1940

1. Name and Address of Reporting Person*  2. Date of Event Requiring Statement (Month/Day/Year)				nent	3. Issuer Name and Ticker or Trading Symbol <u>MACOM Technology Solutions Holdings, Inc.</u> [ MTSI ]						
(Last) (First) (Middle) C/O MACOM TECHNOLOGY SOLUTIONS HOLDINGS					4. Relationship of Reporting Perse (Check all applicable) Director		on(s) to Issuer 10% Owner Other (specify		5. If Amendment, Date of Original Filed (Month/Day/Year)		
100 CHELMSFORD STREET					X Officer (give title below) Senior VP	and C	below)	спу	6. Individual or Joint/Group Filing (Check Applicable Line) X Form filed by One Reporting Person		
(Street) LOWELL	MA	01851								Form filed by Reporting P	y More than One erson
(City)	(State)	(Zip)									
Table I - Non-Derivative Securities Beneficially Owned											
1. Title of Security (Instr. 4)					2. Amount of Securities Beneficially Owned (Instr. 4)		3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)		4. Nature of Indirect Beneficial Ownership (Instr. 5)		
Common Stock					<b>37,352</b> <sup>(1)(2)</sup>		D				
Table II - Derivative Securities Beneficially Owned      (e.g., puts, calls, warrants, options, convertible securities)											
1. Title of Derivative Security (Instr. 4)			2. Date Exercisable an Expiration Date (Month/Day/Year)		nd 3. Title and Amount of Secur Underlying Derivative Secur				cise	5. Ownership Form: Direct (D)	6. Nature of Indirect Beneficial Ownership (Instr. 5)
			Date Exercisable	Expiration Date	n Title		Amount or Number of Shares	Derivati Security	ive	or Indirect (I) (Instr. 5)	

#### Explanation of Responses:

1. Includes (i) 16,788 restricted stock units ("RSUs") granted on March 15, 2019, which vest as follows: 4,197 RSUs vest on February 15, 2020, 4,197 RSUs vest on February 15, 2021, 4,197 RSUs vest on February 15, 2022, (ii) 3,750 RSUs granted on May 31, 2018, which vest as follows: 1,250 RSUs vest on February 15, 2020, 1,250 RSUs vest on February 15, 2021, and 1,250 RSUs vest on February 15, 2022; (iii) 4,376 RSUs granted on March 15, 2018, which vest as follows: 1,458 RSUs vest on February 15, 2020, 1,458 RSUs vest on February 15, 2021 and 1,458 RSUs vest on February 15, 2022; (iii) 4,376 RSUs granted on March 15, 2018, which vest as follows: 1,458 RSUs vest on February 15, 2020, 1,458 RSUs vest on February 15, 2021 and 1,458 RSUs vest on February 15, 2022; (iv) 3,422 RSUs granted on March 14, 2017, which vest as follows: 1,710 RSUs vest on February 15, 2020 and 1,712 RSUs vest on February 15, 2021; and (v) 1,506 RSUs granted on March 17, 2016, which vest on February 15, 2020, [continued in footnote (2)]

2. provided with respect to each vesting event described herein that the Reporting Person remains in continuous service with the Issuer through such vesting date. All RSUs were granted to the Reporting Person under the Issuer's 2012 Omnibus Incentive Plan and each RSU represents the contingent right to receive one share of Common Stock.

### **Remarks:**

Exhibit List: Exhibit 24 - Power of Attorney

#### /s/ Ambra R. Roth, Attorney-

in-Fact

06/03/2019

\*\* 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 5 (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.

## EXHIBIT 24 TO FORM 3 POWER OF ATTORNEY

I, John F. Kober, hereby authorize and designate each of Ambra R. Roth and John Donnelly, Jr., signing singly, as my true and lawful attorney-infact to:

(1) execute for and on my behalf, in my capacity as an officer and/or director of MACOM Technology Solutions Holdings, Inc. and its affiliates (the "Company"), the Form ID and Forms 3, 4 and 5 in accordance with Section 16(a) of the Securities Exchange Act of 1934, as amended (the "Exchange Act") and the rules and regulations promulgated thereunder;

(2) do and perform any and all acts for and on my behalf which may be necessary or desirable to complete and execute any such Form ID or Form 3, 4 or 5, complete and execute any amendment or amendments thereto, and timely file such form with the Securities and Exchange Commission, any stock exchange or similar authority; and

(3) take any other action of any type whatsoever in connection with the foregoing which, in the opinion of such attorney-in-fact, may be to my benefit, in my best interest, or legally required of me, it being understood that the documents executed by such attorney-in-fact on my behalf pursuant to this Power of Attorney shall be in such form and shall contain such terms and conditions as such attorney-in-fact may approve in such attorney-in-fact's discretion.

I hereby further grant to each such attorney-in-fact full power and authority to do and perform any and every act and thing whatsoever requisite, necessary, or proper to be done in the exercise of any of the rights and powers herein granted, as fully to all intents and purposes as I might or could do if personally present, with full power of substitutes or revocation, hereby ratifying and confirming all that such attorney-in fact, or such attorney-in-fact's substitute or substitutes, shall lawfully do or cause to be done by virtue of this Power of Attorney and the rights and powers herein granted. I hereby acknowledge that the foregoing attorneys-in-fact, in serving in such capacity at my request, are not assuming, nor is the Company assuming, any of my responsibilities to comply with Section 16 of the Exchange Act.

This Power of Attorney shall remain in full force and effect until I am no longer required to file the Form ID or Forms 3, 4 and 5 with respect to my holdings of and transactions in securities issued by the Company, unless earlier revoked by me in a signed writing delivered to the foregoing attorneys-infact.

IN WITNESS WHEREOF, I have caused this Power of Attorney to be duly executed as of this 30th day of May, 2019.

<u>/s/ John F. Kober</u> Name: John F. Kober