

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB APPROVAL	
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Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b).

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* <u>OCAMPO JOHN L</u> (Last) (First) (Middle) <u>100 CHELMSFORD STREET</u> (Street) <u>LOWELL MA 01851</u> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>M/A-COM Technology Solutions Holdings, Inc. [MTSI]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input checked="" type="checkbox"/> Director <input checked="" type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer (give title below) <input type="checkbox"/> Other (specify below) <p style="text-align: center;">Chairman</p>
	3. Date of Earliest Transaction (Month/Day/Year) <u>03/20/2012</u>	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	
		6. Individual or Joint/Group Filing (Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting 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)		4. Securities Acquired (A) 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 Indirect Beneficial Ownership (Instr. 4)
			Code	V	Amount	(A) or (D)	Price			
Common Stock	03/20/2012		C		12,980,000	A	(1)	13,025,500	I	By Ocampo Family Trust - 2001 ⁽²⁾
Common Stock	03/20/2012		C		3,540,000	A	(1)	3,540,000	I	By 2007 Trust Agreement for Bobby J. Ocampo ⁽²⁾
Common Stock	03/20/2012		C		3,540,000	A	(1)	3,540,000	I	By 2007 Trust Agreement for Ashley T. Ocampo ⁽²⁾
Common Stock	03/20/2012		C		3,540,000	A	(1)	3,540,000	I	By 2007 Trust Agreement for Joshua F. Ocampo ⁽²⁾
Common Stock	03/20/2012		C		2,598,455	A	(1)	2,598,455	I	By GaAs Labs, LLC ⁽²⁾
Common Stock	03/20/2012		S		1,011,813 ⁽³⁾	D	\$17.67	1,586,642	I	By GaAs Labs, LLC ⁽²⁾

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 Securities Underlying Derivative Security (Instr. 3 and 4)		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				
Series A-1 Convertible Preferred Stock	(1)	03/20/2012		C			51,920,000	(1)	(1)	Common Stock	12,980,000	\$0	0	I	By Ocampo Family Trust - 2001 ⁽²⁾
Series A-1 Convertible Preferred Stock	(1)	03/20/2012		C			14,160,000	(1)	(1)	Common Stock	3,540,000	\$0	0	I	By 2007 Trust Agreement for Bobby J. Ocampo ⁽²⁾

**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 Securities Underlying Derivative Security (Instr. 3 and 4)		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				
Series A-1 Convertible Preferred Stock	(1)	03/20/2012		C			14,160,000	(1)	(1)	Common Stock	3,540,000	\$0	0	I	By 2007 Trust Agreement for Ashley T. Ocampo ⁽²⁾
Series A-1 Convertible Preferred Stock	(1)	03/20/2012		C			14,160,000	(1)	(1)	Common Stock	3,540,000	\$0	0	I	By 2007 Trust Agreement for Joshua F. Ocampo ⁽²⁾
Series A-2 Convertible Preferred Stock	(1)	03/20/2012		C			10,393,823	(1)	(1)	Common Stock	2,598,455	\$0	0	I	By GaAs Labs, LLC ⁽²⁾

1. Name and Address of Reporting Person*

OCAMPO JOHN L

(Last) (First) (Middle)

100 CHELMSFORD STREET

(Street)

LOWELL MA 01851

(City)

(State)

(Zip)

1. Name and Address of Reporting Person*

OCAMPO SUSAN

(Last) (First) (Middle)

100 CHELMSFORD STREET

(Street)

LOWELL MA 01851

(City)

(State)

(Zip)

Explanation of Responses:

- The Series A-1 and A-2 Convertible Preferred Stock automatically converted into shares of the issuer's common stock on a one-for-four basis immediately prior to the closing of the issuer's initial public offering and had no expiration date.
- John and Susan Ocampo are co-trustees of each of the Ocampo Family Trust - 2001, 2007 Trust Agreement for Bobby J. Ocampo, 2007 Trust Agreement for Ashley T. Ocampo and 2007 Trust Agreement for Joshua F. Ocampo (collectively, the "Ocampo Family Trusts"). The Ocampo Family Trusts are the members and John Ocampo is the manager of GaAs Labs, LLC.
- Represents shares sold by the reporting person as a selling stockholder in the issuer's initial public offering. The price represents the initial public offering price of \$19.00 less the underwriters' discount.

/s/ Clay Simpson, Attorney-in-Fact 03/21/2012

** 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.

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