FORM 4

## UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

l	OMB APPROVAL								
l	OMB Number:	3235-0287							
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0.5

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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

	nd Address of Walter Gr	Reporting Person* egory	<u>M</u>	2. Issuer Name <b>and</b> Ticker or Trading Symbol  M/A-COM Technology Solutions Holdings,  Inc. [ MTSI ]									eck all appli Directo	cable)	g Pers	son(s) to Iss 10% Ov Other (s	wner			
(Last) 100 CHE	(F ELMSFORI	irst)  O STREET		3. Date of Earliest Transaction (Month/Day/Year) 04/22/2015									below)			below)				
(Street) LOWELL MA 01851  (City) (State) (Zip)						4. If Amendment, Date of Original Filed (Month/Day/Year)									Individual or Joint/Group Filing (Check Applicable Line)     X Form filed by One Reporting Person     Form filed by More than One Reporting Person					
Table I - Non-Deriva  1. Title of Security (Instr. 3)  2. Transac Date (Month/Date)						ction 2A. Deemed Execution Date,			3. Transac	ction	4. Securit Disposed 5)	ties Acqu	red (	A) or	5. Amou Securition Benefici Owned I	nt of es ally Following	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership (Instr. 4)	
Common Stock 04						/2015			Code	v	Amount 16,164	(A) (D)	_	Price \$0	Reporte Transac (Instr. 3	tion(s)		D		
		-	Гable II -						uired, Di , option		sed of,	or Be			Owned	<u> </u>	l			
1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Da if any (Month/Day/	Date,	4. Transa Code ( 8)		of		6. Date Exc Expiration (Month/Dat	Date		of Secu Underly Derivati	7. Title and Amount of Securities Underlying Derivative Security (Instr. 3 and 4)		8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficial Owned Following Reported Transactic (Instr. 4)	e s ally	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisabl		expiration pate	Title	or Nu of	umber						
Employee Stock Option (Right to	\$34.46	04/22/2015			A		10,000		(2)	0	4/22/2022	Commo: Stock	1 10	0,000	\$0	10,000	0	D		

## **Explanation of Responses:**

- 1. Represents restricted stock units granted to the reporting person under the issuer's 2012 Omnibus Incentive Plan. Each restricted stock unit represents the contingent right to receive one share of the issuer's common stock. The restricted stock units vest as follows: (i) 4,041 restricted stock units vest in four equal annual installments on May 15, 2016, May 15, 2017, May 15, 2018 and May 15, 2019, and (ii) as few as zero or up to an aggregate of 12,123 restricted stock units (the "Performance RSUs") may vest in three annual installments based on the achievement of certain performance metrics over the next three years, in each case provided that the reporting person remains in continuous service with the issuer through each vesting date.
- 2. The stock option vests upon achievement of certain performance metrics in any four consecutive fiscal quarters completed during the term of the stock option

/s/ Clay Simpson, Attorney-in-04/24/2015 **Fact** 

\*\* 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.