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# 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

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

#### OMB APPROVAL OMB Number: 3235-0287 Estimated average burden hours per response: 0.5

| 1        | dress of Reporting | Person*         | 2. Issuer Name <b>and</b> Ticker or Trading Symbol<br>M/A-COM Technology Solutions Holdings, | 5. Relationship of Reporting Person(s) to Issuer (Check all applicable) |   |                                       |  |  |
|----------|--------------------|-----------------|--|---|---|---------------------------------------|--|--|
| (Last)   | (First)            | (Middle)        | Inc. [MTSI]   3. Date of Earliest Transaction (Month/Day/Year)                               | X<br>X  | Director<br>Officer (give title<br>below)<br>Chief Executiv | 10% Owner<br>Other (specify<br>below) |  |  |
| (Street) | SFORD STREE        | 01851           | 4. If Amendment, Date of Original Filed (Month/Day/Year)                                     | 6. Indi <sup>r</sup><br>Line)<br>X                                      |   |                                       |  |  |
| (City)   | (State)            | (Zip)           | —  |   | Form filed by More th<br>Person                             | an One Reporting                      |  |  |
|          |                    | Table I - Non-D | Perivative Securities Acquired, Disposed of, or Benef  | icially   | Owned   |                                       |  |  |

## Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned

| 1. Title of Security (Instr. 3) | 2. Transaction<br>Date<br>(Month/Day/Year) | Execution Date, |      | ction<br>Instr. | 4. Securities /<br>Disposed Of (<br>5) |               |                   | Securities                         | 6. Ownership<br>Form: Direct<br>(D) or Indirect<br>(I) (Instr. 4) | 7. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------|--|-----------------|------|-----------------|--|---------------|-------------------|------------------------------------|---|---|
|                                 |  |                 | Code | v               | Amount                                 | (A) or<br>(D) | Price             | Transaction(s)<br>(Instr. 3 and 4) |   | (1130.4)  |
| Common Stock                    | 05/03/2012                                 |                 | Α    |                 | <b>5,000</b> <sup>(1)</sup>            | Α             | \$ <mark>0</mark> | 133,982                            | D   |   |

### Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2.<br>Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction<br>Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date,<br>if any<br>(Month/Day/Year) | 4.<br>Transa<br>Code (<br>8) |   | of  |     | 6. Date Exerc<br>Expiration Da<br>(Month/Day/Y | 7. Title and<br>Amount of<br>Securities<br>Underlying<br>Derivative<br>Security (Instr. 3<br>and 4) |       | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Number of<br>derivative<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 4) | 10.<br>Ownership<br>Form:<br>Direct (D)<br>or Indirect<br>(I) (Instr. 4) | 11. Nature<br>of Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |  |
|---|---|--|---|------------------------------|---|-----|-----|--|---|-------|---|--|--|--|--|
|   |   |  |   | Code                         | v | (A) | (D) | Date<br>Exercisable                            | Expiration<br>Date  | Title | Amount<br>or<br>Number<br>of<br>Shares              |  |  |  |  |

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 on February 15, 2013, provided that the reporting person remains in continuous service with the issuer through the vesting date.

#### /s/ Clay Simpson, Attorney-in-05/07/2012 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.