SEC I	Form 4
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FORM 4

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

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549 STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

OMB A	APPROVAL
OMB Number:	3235-028

87 Estimated average burden 0.5 hours per response:

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

							. ,												
		Reporting Person [*] NERS L P										5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner Officer (give title X below) Conter (specify							
(Last) 222 BERI 18TH FL	KELEY ST	ïrst) REET	(Middle)			3. Date of Earliest Transaction (Month/Day/Year) 03/20/2012								below) Manager of GP of 10% Owner					
(Street) BOSTON	í N	1A	02116		4. If Ar	4. If Amendment, Date of Original Filed (Month/Day/Year)								6. Individual or Joint/Group Filing (Check Applicable Line) Form filed by One Reporting Person X Form filed by More than One Reporting Person					
(City)	(5	State)	(Zip)																
			Table I - Non	-Deriv	vative	Sec	curities Ac	quired	l, Dis	sposed of	f, or	Bene	ficially	Owned					
1. Title of S	ecurity (Insti	r. 3)	D	2. Transactic Date (Month/Day/		Exe if a	. Deemed ecution Date, ny onth/Day/Year)	3. Transaction Code (Instr. 8)		4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 an			5. Amount o Securities Beneficially Following R Transaction	Owned eported	6. Owne Form: D (D) or In (I) (Instr.	irect I direct I .4) (7. Nature of ndirect Beneficial Dwnership Instr. 4)		
								Code	v	Amount		(A) or (D)	Price	(Instr. 3 and				(1150.4)	
Common	Stock			03/20/	2012			с		8,471,200) (1)	A	(2)	8,471,2	00(1)	I		See Remarks.	
Common	Stock			03/20/	2012			A		2,631 ⁽⁵)	А	\$0	\$0 2,631 ⁽⁴⁾				See Footnote. ⁽⁴⁾	
							urities Acqu s, warrants							wned					
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. Transa Code 8)	action (Instr.	Deri Secu Acq Disp	umber of vative urities uired (A) or posed of (D) tr. 3, 4 and 5)	6. Date Expirat (Month	ion Da	isable and tte 'ear)	Sec Deri	urities U	Amount of Inderlying ecurity (Ins	Derivative			10. Ownersh Form: Direct (D) or Indirec (I) (Instr.	Beneficial Ownership t (Instr. 4)	
	,			Code	v	(A)		Date Exercis	able	Expiration Date	Title	1	Amount or Number of Shares		Repo	orted isaction(s)			
Class B Convertible Preferred Shares	(2)	03/20/2012		с			33,884,814 ⁽³⁾	(2)		(2)		nmon ock	3,471,200	(1) \$0		0	I	See Remarks.	
		Reporting Person [*]			<u> </u>														
(Last) 222 BER 18TH FL	KELEY ST OOR	(First) REET	(Middle)			-													
(Street) BOSTON	[МА	02116			-													
(City)		(State)	(Zip)			-													
		Reporting Person [*] s Managemer	nt, <u>LLC</u>																
(Last) 222 BER	KELEY ST	(First) REET, 18TH FL	(Middle)			-													
(Street) BOSTON	ſ	МА	02116			-													
(City)		(State)	(Zip)																
		Reporting Person [*] <u>PE VII, L.P.</u>																	
(Last) 222 BERI 18TH FL	KELEY ST OOR	(First) REET	(Middle)																

BOSTON	MA	02116
(City)	(State)	(Zip)
	ss of Reporting Person [*] hers PE VII, LLC	
(Last) 222 BERKELEY 18TH FLOOR	(First) Y STREET	(Middle)
(Street) BOSTON	MA	02116
(City)	(State)	(Zip)

Explanation of Responses:

1. The Common Stock is held as follows: 5,283,026 shares in the name of Summit Partners Private Equity Fund VII-A, L.P.; 3,173,070 shares in the name of Summit Partners Private Equity Fund VII-B, L.P.; 4,108 shares in the name of Summit Investors I, LLC; 996 shares in the name of Summit Investors I (UK), L.P.

2. The Class B Convertible Preferred Stock is convertible into M/A-COM Technology Solutions Holdings, Inc. common stock on the basis of one share of Common Stock for every four shares of Class B Convertible Preferred Stock on the closing date of M/A-COM Technology Solutions Holdings, Inc.'s initial public offering and has no expiration date.

3. The Convertible Class B Preferred Stock was held as follows: 21,132,108 shares in the name of Summit Partners Private Equity Fund VII-A, L.P.; 12,692,284 shares in the name of Summit Partners Private Equity Fund VII-B, L.P.; 56,436 shares in the name of Summit Investors I, LLC; 3,986 shares in the name of Summit Investors I (UK), L.P.

4. The restricted stock was granted to Mr. Peter Chung as a part of director compensation. Mr. Chung is a member of Summit Master Company, LLC, which is the general partner of Summit Partners, L.P. Mr. Chung is deemed to hold the restricted stock for the benefit of Summit Partners, which determines when the restricted stock will be sold and is entitled to the proceeds. Accordingly, Summit Partners and Summit Master Company may be deemed indirect beneficial owners of the restricted stock, bringing the total number of shares owned indirectly by Summit Partners, L.P. to 8,473,831 shares. 5. These shares yest on March 15, 2013.

Remarks:

The entities mentioned in Footnote 1 and 3 are collectively referred to as the "Summit Entities." Summit Partners, L.P. is (i) the managing member of Summit Partners PE VII, L.L.C, which is the general partner of Summit Partners Private Equity Fund VII-A, L.P. and Summit Partners Private Equity Fund VII-B, L.P., and (ii) the managing member of Summit Investors Management, LLC, which is the general partner of Summit Investors for Summit Investors 1 (UK), L.P. Summit Partners, L.P., through a three-person Investment Committee currently composed of Bruce R. Evans, Martin J. Mannion and Peter Chung, has voting and dispositive authority over the shares held by each of these entities and therefore beneficially owns such shares. Each of the Summit Entities, Mr. Mannion, Mr. Evans and Mr. Chung disclaim beneficial owners of the shares for the purpose of Section 16 or for any other purpose, except, in each case, to the extent of each such Reporting Person's pecuniary interest therein.

Summit Partners, L.P., by Summit Master Company, LLC, Its General Partner, by Robin W. 03/21/2012 Devereux, Power of Attorney for Joseph F. Trustey, Member Summit Investors Management, LLC, its GP, by Summit Partners, L.P.its GP, by Summit Master 03/21/2012 Company, LLC, its GP, by Robin W. Devereux, POA for Joseph Trustey, Member Summit Partners PE VII, L.P., its GP, by Summit Partners PE VII, LLC, its GP, by Summit Partners, L.P., its GP, by Summit Master 03/21/2012 Company, LLC, its GP, by Robin W. Devereux, POA for Joseph Trustey, Member Summit Partners PE VII, LLC, its GP, by Summit Partners, L.P., its <u>GP, by Summit Master Company,</u> 03/21/2012 LLC, its GP, by Robin W. Devereux, POA for Joseph Trustey, Member

** 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.

POWER OF ATTORNEY

KNOW ALL MEN BY THESE PRESENTS, that each person whose signature appears below hereby constitutes and appoints Robin W. Devereux his or her true and lawful attorney-in-fact and agent, with full power of substitution and resubstitution, for him or her and in his or her name, place and stead, in any and all capacities (until revoked in writing) to sign any and all instruments, certificates and documents required to be executed on behalf of himself or herself individually or on behalf of each of any affiliate of Summit Partners, L.P. that is not a portfolio company, including without limitation those entities listed on the attached Exhibit A, on matters relating to:

- (a) Sections 13 and 16 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), Rule 144 promulgated under the Securities Act of 1933, as amended (the "33 Act") and any and all regulations promulgated thereunder, including filings with the Securities and Exchange Commission pursuant thereto;
- (b) any written ballot or proxy with respect to any investment securities owned beneficially or of record by any such entities;
- (c) such filings required pursuant to the Internal Revenue Code of 1986, as amended, and any related regulations, pertaining to such entities
- (d) economic exhibits relating to such entities; and
- (e) the PATRIOT Act.

and to file the same, with all exhibits thereto, and any other documents in connection therewith, with, as applicable, (i) the Securities and Exchange Commission, and with any other entity when and if such is mandated by the Exchange Act or by the By-laws of the National Association of Securities Dealers, and/or (ii) the Internal Revenue Service, granting unto said attorney-in-fact and agent full power and authority to do and perform each and every act and thing requisite and necessary fully to all intents and purposes as he or she might or could do in person thereby ratifying and confirming all that said attorney-in-fact and agent, or his or her substitute or substitutes, may lawfully do or cause to be done by virtue hereof. Said attorney-in-fact is entitled to amend Exhibit A from time to time to reflect additional affiliates of Summit Partners, L.P. that are not portfolio companies.

The undersigned hereby acknowledges that this Power of Attorney supercedes, revokes and terminates any power of attorney executed by the undersigned prior to the date hereof for the purposes listed above.

[Exhibit A and Signature Pages Follow]

Power of Attorney

Exhibit A

HKL I Partners	Summit Accelerator Management, LLC
HKL I, LLC	Summit Accelerator Management, L.P.
SD II Bennington Blocker Corp.	Summit Accelerator Partners, LLC
SD II Eyeglass Blocker Corp.	Summit Accelerator Partners, L.P.
SD II Eyeglass Holdings, L.P.	Summit Founders' Fund II, L.P.
SD III-B Nomacorc Blocker Corp.	Summit Founders' Fund, L.P.
SD III-B Nomacorc Holdings, L.P.	Summit GmbH & Co. Beteiligungs KG
SD III-B Tippmann Blocker Corp.	Summit Incentive Plan II, L.P.
SD III-B Tippmann Holdings, L.P.	Summit Incentive Plan, L.P.
SD III-B Tivoli Blocker Corp.	Summit Investment Holdings Trust
SD III-B Tivoli Holdings, L.P.	Summit Investment Holdings Trust II
SD III-B TUI Blocker Corp.	Summit Investors (SAF) IV, L.P.
SD III-B TUI Holdings, L.P.	Summit Investors Holdings Trust
SDIII-B Focus Blocker Corp.	Summit Investors I (UK), L.P.
SDIII-B Focus Holdings, L.P.	Summit Investors I, LLC
Shearson Summit Partners Management, L.P.	Summit Investors II, L.P.
SP (1984), L.P.	Summit Investors III, L.P.
SP PE VII-B Announce Blocker Corp.	Summit Investors Management, LLC
SP PE VII-B Announce Holdings, L.P.	Summit Investors VI, L.P.
SP PE VII-B Nomacorc Holdings, L.P.	Summit Investors, L.P.
SP VC II-B TMFS Blocker Corp.	Summit LogistiCare LLC
SP VC II-B TMFS Holdings, L.P.	Summit Master Company, LLC
Sparta Holding Corporation	Summit Partners III S.a.r.l.
SPPE VII-B Aurora Blocker Corp.	Summit Partners PE VII, LLC
SPPE VII-B Aurora Holdings, L.P.	Summit Partners PE VII, L.P.
SPPE VII-B CD Blocker Corp.	Summit Partners Blocker, Inc.
SPPE VII-B Champion Blocker Corp.	Summit Partners Europe Private Equity Fund, L.P.
SPPE VII-B Nomacorc Blocker Corp.	Summit Partners Europe, L.P.
SPPE VII-B SUN Blocker Corp.	Summit Partners Europe, LTD.
SPPE VII-B SUN Holdings, L.P.	Summit Partners F.F. Corp.
SPPE VII-B TUI Blocker Corp.	Summit Partners Holdings, L.P.
SPPE VII-B TUI Holdings, L.P.	Summit Partners II S.a.r.l.
SPVCII-B Anesthetix Blocker Corp.	Summit Partners II, L.P.
SPVCII-B LiveOffice Blocker Corp.	Summit Partners III, L.P.
Stamps, Woodsum & Co.	Summit Partners IV, L.P.
Stamps, Woodsum & Co. II	Summit Partners, LLC
Stamps, Woodsum & Co. III	Summit Partners Private Equity Fund VII-A, L.P.
Stamps, Woodsum &Co. IV	Summit Partners Private Equity Fund VII-B, L.P.
Summit Accelerator Founders' Fund, L.P.	Summit Partners S.a.r.l.
Summit Accelerator Fund, L.P.	Summit Partners SD II, LLC

Power of Attorney

Exhibit A

Summit Partners SD III, L.P.	Summit Ventures V, L.P.
Summit Partners SD III, LLC	Summit Ventures VI-A, L.P.
Summit Partners SD IV, LLC	Summit Ventures VI-B HCP Blocker Corp.
Summit Partners SD IV, LP	Summit Ventures VI-B HCP, L.P.
Summit Partners SD IV-A, LP	Summit Ventures VI-B, L.P.
Summit Partners SD IV-B, LP	Summit Ventures, L.P.
Summit Partners SD, L.P.	Summit Verwaltings GmbH
Summit Partners V S.a.r.l.	Summit VI Advisors Fund, L.P.
Summit Partners V, L.P.	Summit VI Entrepreneurs Fund L.P.
Summit Partners VC II LLC	Summit/CAM Holdings, LLC
Summit Partners VC II LP	Summit/Meditech LLC
Summit Partners Venture Capital Fund II-A, L.P.	Summit/Sun Holdings, LLC
Summit Partners Venture Capital Fund II-B, L.P.	SV Eurofund, C.V.
Summit Partners VI (GP), L.P.	SV International, L.P.
Summit Partners VI (GP), LLC	SV VI -B Eyeglass Common Blocker Corp.
Summit Partners VI-A France	SV VI -B Eyeglass Preferred Blocker Corp.
Summit Partners VI-A S.a.r.l.	SV VI B Tippmann Common Blocker Corp.
Summit Partners VI-B France	SV VI B Tippmann Preferred Blocker Corp.
Summit Partners VI-B S.a.r.l.	SV VI Tippmann Holdings. L.P.
Summit Partners VII-A S.a.r.l.	SV VI-B Aurora Blocker Corp.
Summit Partners VII-B S.a.r.l.	SV VI-B Aurora Holdings, L.P.
Summit Partners VIII S.a.r.l.	SV VI-B Bennington Blocker Corp.
Summit Partners, L.P.	SV VI-B Bennington Holdings, L.P.
Summit Partners, LP Profit Sharing Plan and Trust	SV VI-B CAM Blocker Corp.
Summit Partners, LP Savings and Investment Plan	SV VI-B CAM Holdings, L.P.
Summit Partners, Ltd.	SV VI-B CD Blocker Corp.
Summit Retained Earnings, L.P.	SV VI-B CD Holdings, L.P.
Summit Subordinated Debt Fund II, L.P.	SV VI-B Commnet Common Blocker Corp.
Summit Subordinated Debt Fund III-A, L.P.	SV VI-B Commnet Holdings, L.P.
Summit Subordinated Debt Fund III-B, L.P.	SV VI-B Commnet Preferred Blocker Corp.
Summit Subordinated Debt Fund, L.P.	SV VI-B Eyeglass Holdings, L.P.
Summit TRI, L.P.	SV VI-B Focus Blocker Corp.
Summit UK Advisory LLC	SV VI-B Focus Holdings, L.P
Summit V Advisors Fund QP, L.P.	SV VI-B LiteCure Blocker Corp.
Summit V Advisors Fund, L.P.	SV VI-B LiteCure, L.P.
Summit V Companion Fund, L.P.	SV VI-B Tippmann Holdings. L.P.
Summit Ventures II, L.P.	SV VI-B Tivoli Blocker Corp.
Summit Ventures III, L.P.	SV VI-B Tivoli Holdings, LP
Summit Ventures IV, L.P.	SWC Holdings CO.

<u>/s/Gregory M. Avis</u> Gregory M. Avis	
State of California)
County of San Mateo) ss:)

On this 27 day of August, 2008, before me personally came Gregory M. Avis, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Lisa Franco</u> Notary Public

<u>/s/John R. Carroll</u> John R. Carroll	
Commonwealth of Massachuse	tts)
County of Suffolk) ss:)

On this 15 day of September, 2008, before me personally came John R. Carroll, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Peter Danbridge</u> Notary Public

<u>/s/Peter Y. Chung</u> Peter Y. Chung	
State of California)
County of San Mateo) ss:)

On this 18 day of August, 2008, before me personally came Peter Y. Chung, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Elisa Leonhardt</u> Notary Public

<u>/s/Scott C. Collins</u> Scott C. Collins	
Kingdom of England)
City of London) ss:)

On this 5th day of September, 2008, before me personally came Scott C. Collins, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Edward Gardiner</u> Notary Public

<u>/s/Christopher J. Dean</u>
Christopher J. Dean

Commonwealth of Massachusetts)) ss: County of Suffolk)

On this 15 day of September, 2008, before me personally came Christopher J. Dean, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Peter Danbridge</u> Notary Public

<u>/s/Bruce R. Evans</u> Bruce R. Evans	
Commonwealth of Massachuset	ts)
County of Suffolk) ss:)

On this 15 day of September, 2008, before me personally came Bruce R. Evans, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Peter Danbridge</u> Notary Public

/s/Charles J. Fitzgerald	
Charles J. Fitzgerald	
State of California)) ss:
County of San Mateo)

On this 18 day of August, 2008, before me personally came Charles J. Fitzgerald, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Elisa Leonhardt</u> Notary Public

<u>/s/Craig D. Frances</u> Craig D. Frances	
State of California)
County of San Mateo) ss:)

On this 21 day of August, 2008, before me personally came Craig D. Frances, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Elisa Leonhardt</u> Notary Public

<u>/s/Thomas l</u>	<u>H. Jennings</u>	
Thomas H.	•	
		_

Commonwealth of Massachusetts)) ss: County of Suffolk)

On this 15 day of September, 2008, before me personally came Thomas H. Jennings, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Peter Danbridge</u> Notary Public

<u>/s/Walter G. Kortschak</u> Walter G. Kortschak	
State of California)
County of San Mateo) ss:)

On this 18 day of August, 2008, before me personally came Walter G. Kortschak, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Elisa Leonhardt</u> Notary Public

<u>/s/Sotiris T. Lyritzis</u> Sotiris T. Lyritzis	
Kingdom of England)
City of London) ss:)

On this 5th day of September, 2008, before me personally came Sotiris T. Lyritzis, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Edward Gardiner</u> Notary Public

<u>/s/Martin J. Mannion</u> Martin J. Mannion
Commonwealth of Massachusetts)

) ss: County of Suffolk

On this 15 day of September, 2008, before me personally came Martin J. Mannion, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Peter Danbridge</u> Notary Public

<u>/s/Harrison B. Miller</u> Harrison B. Miller	
State of California)) ss:
County of San Mateo) 55:

On this 12 day of August, 2008, before me personally came Harrison B. Miller, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Lisa Franco</u> Notary Public

<u>/s/Kevin P. Mohan</u> Kevin P. Mohan	_
Commonwealth of Massachuset	
County of Suffolk) ss:)

On this 15 day of September, 2008, before me personally came Kevin P. Mohan, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Peter Danbridge</u> Notary Public

<u>/s/Thomas S. Roberts</u> Thomas S. Roberts	
Commonwealth of Massachuse	etts)) ss:
County of Suffolk)

On this 15 day of September, 2008, before me personally came Thomas S. Roberts, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

/s/Peter Danbridge Notary Public

<u>/s/E. Roe Stamps</u> E. Roe Stamps	
State of Florida)
County of Monroe) ss:)

On this 10 day of September, 2008, before me personally came E. Roe Stamps, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Joanne Muniz</u> Notary Public

<u>/s/Joseph F. Trustey</u> Joseph F. Trustey	
Commonwealth of Massachusetts)) se	

)

County of Suffolk

On this 15 day of September, 2008, before me personally came Joseph F. Trustey, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Peter Danbridge</u> Notary Public

<u>/s/Stephen G. Woodsum</u> Stephen G. Woodsum

Commonwealth of Massachusetts)) ss: Country of Suffolk)

On this 15 day of September, 2008, before me personally came

Stephen G. Woodsum, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Peter Danbridge</u> Notary Public

/s/Joseph J. Kardwell	
Joseph J. Kardwell	

Commonwealth of Massachusetts)) ss:

Country of Suffolk)

On this 9 day of December, 2010, before me personally came Joseph J. Kardwell, known to me to be the person described and who executed the foregoing instrument that he acknowledged and executed the same.

[Notary Seal]

<u>/s/Ma Laarni Canoy</u> Notary Public