

OMB APPROVAL	
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**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP**

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>Dennehy Robert</u> <hr/> (Last) (First) (Middle) C/O MACOM TECHNOLOGY SOLUTIONS HOLDINGS 100 CHELMSFORD STREET <hr/> (Street) LOWELL MA 01851 <hr/> (City) (State) (Zip)	2. Issuer Name and Ticker or Trading Symbol <u>MACOM Technology Solutions Holdings, Inc. [ MTSI ]</u>	5. Relationship of Reporting Person(s) to Issuer (Check all applicable) Director 10% Owner <input checked="" type="checkbox"/> Officer (give title below) Other (specify below) <b>SVP, Operations</b>
	3. Date of Earliest Transaction (Month/Day/Year) 11/04/2020	
	4. If Amendment, Date of Original Filed (Month/Day/Year)	

**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	11/04/2020		S <sup>(1)</sup>		30,753	D	\$40	45,113	D	
Common Stock	11/05/2020		A		90,492 <sup>(2)</sup>	A	\$0	135,605	D	
Common Stock	11/05/2020		A		12,005 <sup>(3)</sup>	A	\$0	147,610	D	
Common Stock	11/05/2020		F		43,983 <sup>(4)</sup>	D	\$41.43	103,627	D	

**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)					

**Explanation of Responses:**

- The shares were sold pursuant to a sales plan adopted by the Reporting Person and intended to comply with Rule 10b5-1 under the Securities Exchange Act of 1934.
- Represents performance-based restricted stock units ("PRSUs") granted to the Reporting Person on November 19, 2018 under the Issuer's 2012 Omnibus Incentive Plan, which vested and settled in shares of Common Stock on November 5, 2020.
- Represents PRSUs granted to the Reporting Person on October 29, 2019 under the Issuer's 2012 Omnibus Incentive Plan, which vested and settled in shares of Common Stock on November 5, 2020.
- Shares withheld by the Issuer to satisfy the Reporting Person's tax withholding obligations in connection with the vesting and settling of PRSUs on November 5, 2020.

**Remarks:**

/s/ Ambra R. Roth, Attorney-in-Fact 11/06/2020

\*\* 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.