

M/A-COM Technology Solutions Holdings, Inc.  
 Form 3  
 October 07, 2013

**FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION**  
**Washington, D.C. 20549**

OMB APPROVAL  
 OMB Number: 3235-0104  
 Expires: January 31, 2005  
 Estimated average burden hours per response... 0.5

**INITIAL STATEMENT OF BENEFICIAL OWNERSHIP OF SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
 Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
 30(h) of the Investment Company Act of 1940

(Print or Type Responses)

|   |         |                                      |  |  |
|---|---------|--------------------------------------|--|--|
| 1. Name and Address of Reporting Person * |         | 2. Date of Event Requiring Statement | 3. Issuer Name and Ticker or Trading Symbol  |  |
| Â Dennehy Robert                          |         | (Month/Day/Year)                     | M/A-COM Technology Solutions Holdings, Inc. [MTSI]   |  |
| (Last)                                    | (First) | (Middle)                             | 4. Relationship of Reporting Person(s) to Issuer   | 5. If Amendment, Date Original Filed(Month/Day/Year) |
| 100 CHELMSFORD STREET                     |         |                                      | (Check all applicable)   |  |
| (Street)                                  |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner<br><input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other<br>(give title below)    (specify below)<br>SVP, Operations |  |
| LOWELL,Â MAÂ 01851                        |         |                                      | 6. Individual or Joint/Group Filing(Check Applicable Line)   |  |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Form filed by One Reporting Person<br><input type="checkbox"/> Form filed by More than One Reporting Person  |  |

**Table I - Non-Derivative Securities Beneficially Owned**

| 1. Title of Security<br>(Instr. 4) | 2. Amount of Securities Beneficially Owned<br>(Instr. 4) | 3. Ownership Form:<br>Direct (D)<br>or Indirect (I)<br>(Instr. 5) | 4. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|------------------------------------|--|---|--|
| Common Stock                       | 44,762 <sup>(1)</sup> <sup>(2)</sup>                     | D   | Â  |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

**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 control number.**

**Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)**

| 1. Title of Derivative Security<br>(Instr. 4) | 2. Date Exercisable and Expiration Date<br>(Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security<br>(Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security:<br>Direct (D)<br>or Indirect | 6. Nature of Indirect Beneficial Ownership<br>(Instr. 5) |
|---|---|--|--|--|--|
|   | Date Exercisable    Expiration Date                         | Title    Amount or Number of   |  |  |  |

|   |       |            |                 |                  |         |                        |   |
|---|-------|------------|-----------------|------------------|---------|------------------------|---|
| Employee Stock Option<br>(Right to Buy) | Â (3) | 01/04/2017 | Common<br>Stock | Shares<br>28,125 | \$ 0.64 | (I)<br>(Instr. 5)<br>D | Â |
|---|-------|------------|-----------------|------------------|---------|------------------------|---|

## Reporting Owners

| Reporting Owner Name / Address                              | Relationships |           |                   |       |
|---|---------------|-----------|-------------------|-------|
|   | Director      | 10% Owner | Officer           | Other |
| Dennehy Robert<br>100 CHELMSFORD STREET<br>LOWELL, MA 01851 | Â             | Â         | Â SVP, Operations | Â     |

## Signatures

/s/ Clay Simpson,  
Attorney-in-Fact

10/07/2013

\_\_Signature of Reporting Person                      Date

## Explanation of Responses:

- \* If the form is filed by more than one reporting person, *see* Instruction 5(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).
  - (1) Includes 3,419 restricted stock units ("RSUs") originally granted on May 3, 2012, which vest as follows: 933 RSUs vest on May 15, 2014 and 2,486 RSUs vest on May 15, 2015, provided that the reporting person remains in continuous service with the issuer through each vesting date. Also includes 15,364 RSUs originally granted on April 23, 2013, which vest in four equal annual installments on May 15, 2014, May 15, 2015, May 15, 2016 and May 15, 2017, provided that the reporting person remains in continuous service with the issuer through each vesting date. Each RSU represents the contingent right to receive one share of the issuer's common stock.
  - (2) Includes 5,000 shares of restricted stock originally granted on March 25, 2011, which vest in two equal annual installments on March 25, 2014 and March 25, 2015.
  - (3) Represents the unexercised portion of 50,000 stock options originally granted on January 4, 2010. The stock options vested in full on April 1, 2013.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *See* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.