M/A-COM Technology Solutions Holdings, Inc.

Form 4

February 29, 2016

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Check this box

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

See Instruction 1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * **CHUNG PETER Y**

2. Issuer Name and Ticker or Trading Symbol

5. Relationship of Reporting Person(s) to Issuer

M/A-COM Technology Solutions

Holdings, Inc. [MTSI]

(Check all applicable)

(Last) (First) (Middle)

3. Date of Earliest Transaction (Month/Day/Year)

02/25/2016

X_ Director Officer (give title

10% Owner Other (specify

C/O SUMMIT PARTNERS, 222 BERKELEY STREET, 18TH **FLOOR**

(Street)

(State)

(Month/Day/Year)

4. If Amendment, Date Original

3.

Code

6. Individual or Joint/Group Filing(Check

Applicable Line)

Filed(Month/Day/Year) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

BOSTON, MA 02116

(City) 1.Title of 2. Transaction Date 2A. Deemed

(Zip)

Execution Date, if

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

Transaction(A) or Disposed of (D)

4. Securities Acquired

5. Amount of

7. Nature of Ownership Indirect Form: Direct Beneficial

(Month/Day/Year) (Instr. 8) Owned

(Instr. 3, 4 and 5)

(D) or Following Reported (Instr. 4) Transaction(s)

Securities

Beneficially

Ownership Indirect (I) (Instr. 4)

(A)

(Instr. 3 and 4)

Code V Price Amount (D)

See

Common Stock

Security

(Instr. 3)

02/25/2016

900,000 S

D \$ 36 2,615,938 (2) I

Remarks.

(9-02)

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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

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1. Title of	2.	3. Transaction Date	3A. Deemed	4.	5.	6. Date Exerc	cisable and	7. Title	e and	8. Price of	9. Nu
Derivative	Conversion	(Month/Day/Year)	Execution Date, if	TransactionNumber		Expiration D	ate	Amou	nt of	Derivative	Deriv
Security	or Exercise		any	Code	of	(Month/Day/	Year)	Under	lying	Security	Secui
(Instr. 3)	Price of		(Month/Day/Year)	(Instr. 8) Derivative		e		Securi	ties	(Instr. 5)	Bene
	Derivative				Securities			(Instr.	3 and 4)		Owne
	Security				Acquired						Follo
	·				(A) or						Repo
					Disposed						Trans
					of (D)						(Instr
					(Instr. 3,						`
					4, and 5)						
					, ,						
									Amount		
						Date Exercisable	Expiration e Date		or		
								Title	Number		
						Lacicisable			of		
				Code V	(A) (D)				Shares		

Reporting Owners

Reporting Owner Name / Address

Director 10% Owner Officer Other

CHUNG PETER Y
C/O SUMMIT PARTNERS
222 BERKELEY STREET, 18TH FLOOR
BOSTON, MA 02116

Signatures

Robin W. Devereux, Power of Attorney for Peter Y. Chung

02/29/2016

**Signature of Reporting Person

Date

Explanation of Responses:

- * 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).
- Represents shares sold by the following entities: 561,281 shares of common stock sold by Summit Partners Private Equity Fund VII-A, L.P.; 337,114 shares of common stock sold by Summit Partners Private Equity Fund VII-B, L.P.; 1,499 shares of common stock sold
- L.P.; 337,114 shares of common stock sold by Summit Partners Private Equity Fund VII-B, L.P.; 1,499 shares of common stock sold by Summit Investors I, LLC; 106 shares of common stock sold by Summit Investors I (UK), L.P.
- Represents shares held by the following entities: 1,622,497 by Summit Partners Private Equity Fund VII-A, L.P.; 974,499 shares by Summit Partners Private Equity Fund VII-B, L.P.; 4,333 shares by Summit Investors I, LLC; 306 shares by Summit Investors I (UK), L.P.; 14,303 shares and restricted stock units in the name of Peter Y. Chung, which are held for the benefit of Summit Partners, L.P.

Remarks:

a currently valid OMB number.

Summit Partners, L.P. is the managing member of Summit Partners PE VII, LLC, which is the general partner of Summit Part 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

Reporting Owners 2