

M/A-COM Technology Solutions Holdings, Inc.  
 Form 3  
 August 11, 2014

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

OMB APPROVAL  
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**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 <b>and</b> Ticker or Trading Symbol                         |  |
| Â Baker Walter Gregory                    |         | (Month/Day/Year)                     | M/A-COM Technology Solutions Holdings, Inc. [MTSI]                         |  |
| (Last)                                    | (First) | (Middle)                             | 08/01/2014   |  |
| 100 CHELMSFORD STREET                     |         |                                      | 4. Relationship of Reporting Person(s) to Issuer                           | 5. If Amendment, Date Original Filed(Month/Day/Year)                   |
| (Street)                                  |         |                                      | (Check all applicable)   |  |
| LOWELL,Â MAÂ 01851                        |         |                                      | <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner       | 6. Individual or Joint/Group Filing(Check Applicable Line)             |
| (City)                                    | (State) | (Zip)                                | <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other | <input checked="" type="checkbox"/> Form filed by One Reporting Person |
|   |         |                                      | (give title below) (specify below)   | <input type="checkbox"/> Form filed by More than One Reporting Person  |
|   |         |                                      | SVP  |  |

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

| 1. Title of Security (Instr. 4) | 2. Amount of Securities Beneficially Owned (Instr. 4) | 3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5) | 4. Nature of Indirect Beneficial Ownership (Instr. 5) |
|---------------------------------|---|--|---|
| Common Stock                    | 22,617 <sup>(1)</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 (Instr. 4) | 2. Date Exercisable and Expiration Date (Month/Day/Year) | 3. Title and Amount of Securities Underlying Derivative Security (Instr. 4) | 4. Conversion or Exercise Price of Derivative Security | 5. Ownership Form of Derivative Security: Direct (D) or Indirect | 6. Nature of Indirect Beneficial Ownership (Instr. 5) |
|--|--|---|--|--|---|
|  | Date Exercisable   | Expiration Date   | Title  | Amount or Number of  |   |

|   |       |            |                 |                  |         |                   |   |   |
|---|-------|------------|-----------------|------------------|---------|-------------------|---|---|
| Employee Stock Option<br>(Right to Buy) | Â (2) | 04/29/2024 | Common<br>Stock | Shares<br>20,000 | \$ 17.5 | (I)<br>(Instr. 5) | D | Â |
|---|-------|------------|-----------------|------------------|---------|-------------------|---|---|

## Reporting Owners

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

## Signatures

/s/ Clay Simpson,  
Attorney-in-Fact

08/11/2014

\_\_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 (i) 12,989 restricted stock units ("RSUs") which vest as to 5,195 RSUs on May 15, 2015, 5,195 RSUs on May 15, 2016 and 2,599 RSUs on May 15, 2017 and (ii) 9,046 RSUs which vest in four equal annual installments on May 15, 2015, May 15, 2016, May 15, 2017 and May 15, 2018, provided that in each case 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) The stock options vest immediately upon the issuer's common stock achieving a closing price of \$32.55 per share, provided that the reporting person remains in continuous service with the issuer through the vesting date.

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.