

SKYWORKS SOLUTIONS INC
Form 4
June 18, 2008

FORM 4

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

OMB APPROVAL

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STATEMENT OF CHANGES IN 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 *
Swearingen Stan A Jr

2. Issuer Name and Ticker or Trading Symbol
SKYWORKS SOLUTIONS INC
[SWKS]

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

(Last) (First) (Middle)
20 SYLVAN ROAD

(Street)

3. Date of Earliest Transaction
(Month/Day/Year)
06/16/2008

____ Director
 Officer (give title below) _____ Other (specify below)
VP & GM, Linear Products

WOBURN, MA 01801

4. If Amendment, Date Original Filed(Month/Day/Year)

6. Individual or Joint/Group Filing(Check Applicable Line)
 Form filed by One Reporting Person
 Form filed by More than One Reporting Person

(City) (State) (Zip)

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 | 06/16/2008 | | M ⁽¹⁾ | | 30,000 | A | \$ 4.99 107,034 ⁽²⁾ |
| Common Stock | 06/16/2008 | | S ⁽³⁾ | | 30,000 | D | \$ 10.81 77,034 |
| Common Stock | 06/16/2008 | | M ⁽¹⁾ | | 16,250 | A | \$ 6.73 93,284 |
| Common Stock | 06/16/2008 | | S ⁽³⁾ | | 16,250 | D | \$ 10.77 77,034 |
| Common Stock | 06/16/2008 | | M ⁽¹⁾ | | 187,500 | A | \$ 7.55 264,534 |

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| | | | | | | | | |
|--------------|------------|---------------------------|---------|---|----------|------------------|---|----------------|
| Common Stock | 06/16/2008 | <u>S⁽³⁾⁽⁴⁾</u> | 187,500 | D | \$ 10.82 | 77,034 | D | |
| Common Stock | 06/16/2008 | <u>M⁽¹⁾</u> | 22,500 | A | \$ 8.93 | 99,534 | D | |
| Common Stock | 06/16/2008 | <u>S⁽³⁾⁽⁵⁾</u> | 22,500 | D | \$ 10.8 | 77,034 | D | |
| Common Stock | 06/16/2008 | <u>S⁽³⁾</u> | 10,237 | D | \$ 10.79 | 66,797 | D | |
| Common Stock | | | | | | 4,104 <u>(6)</u> | I | By 401(k) plan |

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

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(9-02)

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 Underlying Securities (Instr. 3 and 4) |
|--|--|--------------------------------------|--|--------------------------------|---|--|---|
| | | | | Code | V (A) (D) | Date Exercisable Expiration Date | Title Amount of Number of Shares |
| Common Stock (Right to Buy) | \$ 4.99 | 06/16/2008 | | M | 30,000 | <u>(7)</u> 11/08/2012 | Common Stock 30,000 |
| Common Stock (Right to Buy) | \$ 6.73 | 06/16/2008 | | M | 16,250 | <u>(8)</u> 11/07/2013 | Common Stock 16,250 |
| Common Stock (Right to Buy) | \$ 7.55 | 06/16/2008 | | M | 187,500 | <u>(9)</u> 08/09/2014 | Common Stock 187,500 |
| Common Stock (Right to Buy) | \$ 8.93 | 06/16/2008 | | M | 22,500 | <u>(10)</u> 11/10/2014 | Common Stock 22,500 |

Reporting Owners

| Reporting Owner Name / Address | Relationships | | | |
|--|---------------|-----------|--------------------------|-------|
| | Director | 10% Owner | Officer | Other |
| Swearingen Stan A Jr 20 SYLVAN ROAD WOBURN, MA 01801 | | | VP & GM, Linear Products | |

Signatures

Robert J. Terry,
Attorney-In-Fact

06/18/2008

__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).
- (1) The stock option exercise reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 3/14/2008.
- (2) This total includes the 1,000 shares of common stock acquired by the reporting person in the Skyworks Solutions, Inc. Employee Stock Purchase Plan since the last report.
- (3) The sale of common stock reported on this Form 4 was effected pursuant to a Rule 10b5-1 trading plan adopted by the reporting person on 3/14/2008.
- (4) This price reflects the average selling price for the shares sold. Actual sales prices ranged from \$10.74 per share to \$10.91 per share.
- (5) This price reflects the average selling price for the shares sold. Actual sales prices ranged from \$10.77 per share to \$10.80 per share.
- (6) This total represents the number of shares of common stock held by the reporting person in the Skyworks Solutions, Inc. 401(k) plan. The information in this report is based on the latest plan statement dated 6/9/2008.
- (7) The stock option vests in four (4) equal annual installments, beginning on 11/8/2006 and ending 11/8/2009.
- (8) The stock option vests in four (4) equal annual installments, beginning on 11/7/2007 and ending 11/7/2010.
- (9) The stock option vests in four (4) equal annual installments, beginning on 8/9/2005 and ending 8/9/2008.
- (10) The stock option vests in four (4) equal annual installments, beginning on 11/10/2005 and ending 11/10/2008.

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.