SEC Form 4

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FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

Check this box if no longer subject to
Section 16. Form 4 or Form 5
obligations may continue. See
Instruction 1(b).

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934

			of Section 30(n) of the investment Company Act of 1940						
1. Name and Address of Reporting Person* Ho David H Y		Person*	2. Issuer Name and Ticker or Trading Symbol <u>Qorvo, Inc.</u> [QRVO]		5. Relationship of Reporting Person(s) to Issuer (Check all applicable)				
	<u>11 1</u>			X	Director	10% Owner			
(Last) C/O QORVO		(Middle)	3. Date of Earliest Transaction (Month/Day/Year) 01/01/2015		Officer (give title below)	Other (specify below)			
7628 THORNDIKE ROAD			4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Indiv Line)	vidual or Joint/Group Fili	ng (Check Applicable			
(Street)				X	Form filed by One Re	porting Person			
GREENSBO	RO NC	27409			Form filed by More th Person	an One Reporting			
(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)	Execution Date, Transact		ction	4. Securities A Disposed Of (5)			5. Amount of Securities Beneficially Owned Following Reported	(D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership
			Code	v	Amount	(A) or (D)	Price	Transaction(s) (Instr. 3 and 4)		(Instr. 4)

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. Transa Code (8)		5. Num of Deriva Securi Acquir (A) or Dispos of (D) (Instr. and 5)	tive ties ed sed 3, 4	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)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares				
Stock Option (Right to Buy)	\$32.27	01/01/2015		A ⁽¹⁾		5,560		11/13/2011 ⁽²⁾	05/13/2021	Common Stock	5,560	(1)	5,560	D	
Stock Option (Right to Buy)	\$35.9	01/01/2015		A ⁽¹⁾		5,100		05/12/2014	05/12/2021	Common Stock	5,100	(1)	5,100	D	

Explanation of Responses:

1. Common stock and derivative securities were acquired pursuant to the merger agreement dated February 22, 2014, as amended on July 15, 2014, by and among RF Micro Devices, Inc., TriQuint Semiconductor, Inc. ("TriQuint"), and Qorvo, Inc. ("Qorvo"). Upon the closing of the merger on January 1, 2015, TriQuint became a wholly-owned subsidiary of Qorvo and each share of TriQuint common stock was converted into 0.4187 shares of common stock of Qorvo. Also pursuant to the merger agreement, upon the closing of the merger on January 1, 2015, all TriQuint equity awards were assumed by Qorvo, with such equity awards to be exercisable for or able to be settled in shares of Qorvo common stock, based on the exchange ratio of 0.4187.

2. The option vests as follows: 25% of the shares subject to the option vest on the date shown, which is six months after the date of grant, and an additional 12.5% of the shares subject to the option vest each calendar quarter thereafter so that the option is fully vested two years following the grant date.

Remarks:

<u>/s/ Suzanne B. Rudy, by Power</u>

of Attorney

01/05/2015

** 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.

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