SEC Form 4

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 or Section 30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB Number: 3235-0287 Fatimated average burden

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| 1. Name and Address | 1 0 | n* | 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>CREVISTON</u> | <u>SIEVEN E</u> | | | | Director | 10% Owner | | | |
| (Last) C/O QORVO, IN | (First) C. | (Middle) | 3. Date of Earliest Transaction (Month/Day/Year) 01/01/2015 | X | Officer (give title below) VP and Pres. Mobile | Other (specify below) e Products | | | |
| 7628 THORNDI | KE RD | | | | | | | | |
| | | | 4. If Amendment, Date of Original Filed (Month/Day/Year) | 6. Individual or Joint/Group Filing (Check Applicable | | | | | |
| (Street) GREENSBORO | NC | 27409 | | Line) X | Form filed by One Repor Form filed by More than Person | 0 | | | |
| (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) | Code (Instr. | | 4. Securities Acquired (A) or Disposed Of (D) (Instr. 3, 4 and 5) | | | 5. Amount of Securities Beneficially Owned Following Reported | 6. Ownership Form: Direct (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) | |
| Common Stock | 01/01/2015 | | A ⁽¹⁾ | | 219,688 | Α | (1) | 219,688 | D | | |

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) | | of | | 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 | | | | |
| Employee Stock Option (right to buy) | \$23.88 | 01/01/2015 | | A ⁽¹⁾ | | 37,500 | | (2) | 08/09/2015 | Common Stock | 37,500 | (1) | 37,500 | D | |
| Employee Stock Option (right to buy) | \$24.6 | 01/01/2015 | | A ⁽¹⁾ | | 41,250 | | (2) | 08/01/2016 | Common Stock | 41,250 | (1) | 41,250 | D | |
| Employee Stock Option (right to buy) | \$25.24 | 01/01/2015 | | A ⁽¹⁾ | | 26,911 | | (2) | 08/09/2017 | Common Stock | 26,911 | (1) | 26,911 | 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. ("RFMD"), TriQuint Semiconductor, Inc., and Qorvo, Inc. ("Qorvo"). Upon the closing of the merger on January 1, 2015, RFMD became a wholly-owned subsidiary of Qorvo and each share of RFMD common stock was converted into 0.25 shares of common stock of Qorvo. Also pursuant to the merger agreement, upon the closing of the merger on January 1, 2015, all RFMD 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 0.25.

2. The option previously vested and became exercisable in four equal annual installments beginning on the first anniversary of the grant date.

Remarks:

/s/ Suzanne B. Rudy, by Power 01/05/2015

of Attorney

** 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.

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 Number.