SEC Form 4

Stock Option (Right to Buy)

Stock Option (Right to Buy)

Stock Option (Right to Buy)

\$16.75

\$31.08

\$31.08

01/01/2015

01/01/2015

01/01/2015

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP

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

OMB APPROVAL OMB Number: 3235-0287

hours per response:	0.5
Estimated average burden	

or Section 30(h) of the Investment Company Act of 1940																			
1. Name and Address of Reporting Person [*] Laber Michael J.						2. Issuer Name and Ticker or Trading Symbol <u>Qorvo, Inc.</u> [QRVO]									ck all applic Directo	able) r	10% Owr		wner
(Last) (First) (Middle) C/O QORVO, INC. 7628 THORNDIKE ROAD						3. Date of Earliest Transaction (Month/Day/Year) 01/01/2015									X Officer (give title Other (specif below) below) VP and Corporate Controller				
						lf Ame	endment,	Date	of Original	Filed	(Month/Da	6. Individual or Joint/Group Filing (Check Applicable Line)							
(Street) GREENSBORO NC 27409					_							X 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																			
				Date	nsaction h/Day/Year)		2A. Deemed Execution Date, if any (Month/Day/Year)		Code (Instr.						5. Amour Securitie Beneficia Owned F	s ally ollowing	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)		7. Nature of Indirect Beneficial Ownership
									Code	v	Amount	(A) c (D)	Pr P	rice	Reported Transaction(s) (Instr. 3 and 4)				(Instr. 4)
Common	Stock	01/0	1/201	15			A ⁽¹⁾		798	798 A		(1)	798		D				
		-	Table II -						quired, D s, optior						Owned				
1. Title of Derivative Security (Instr. 3)	. Title of Conversion Date Conversion or Exercise (Month/Day/Year) if any		Date,	Code (Inst		on of E		6. Date Exercisable and Expiration Date (Month/Day/Year)			7. Title and Amount of Securities Underlying Derivative Sec (Instr. 3 and 4)		urity	8. Price of Derivative Security (Instr. 5)	9. Numbe derivative Securities Beneficia Owned Following Reported Transacti (Instr. 4)	e s Illy J	10. Ownership Form: Direct (D) or Indirect (I) (Instr. 4	Beneficial Ownership (Instr. 4)	
					Code	v	(A)	(D)	Date Exercisabl		Expiration Date	Title	or Nui of	ount nber ares					
Stock Option (Right to Buy)	\$30	01/01/2015			A ⁽¹⁾		131		07/01/2013	(2)	04/01/2021	Common Stock	1	31	(1)	131		D	
Stock Option (Right to Buy)	\$14.19	01/01/2015			A ⁽¹⁾		1,967		07/09/2014	(3))4/09/2022	Common Stock	1,	967	(1)	1,967	7	D	
Stock Option (Right to Buy)	\$14.19	01/01/2015			A ⁽¹⁾		533		07/09/2012	(2)	04/09/2022	Common Stock	5	33	(1)	533		D	
Stock Option (Right to Buy)	\$11.59	01/01/2015			A ⁽¹⁾		1,842		07/05/2015	(3)	04/05/2023	Common Stock	1,	842	(1)	1,842	2	D	
Stock Option (Right to Buy)	\$11.59	01/01/2015			A ⁽¹⁾		510		07/05/2013	(2)	04/05/2023	Common Stock	5	10	(1)	510		D	
Stock Option (Right to Buy)	\$16.75	01/01/2015			A ⁽¹⁾		1,842		07/05/2015	(3)	06/07/2023	Common Stock	1,	842	(1)	1,842	2	D	

07/05/2013⁽²⁾

07/07/2016⁽³⁾

07/07/2014⁽²⁾

A⁽¹⁾

A⁽¹⁾

A⁽¹⁾

510

937

221

Common Stock

Common Stock

Common Stock

510

937

221

06/07/2023

04/07/2021

04/07/2021

(1)

(1)

(1)

510

937

221

D

D

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)	Transaction Code (Instr. 8) Set (A) Dis of (Instr. (A) Dis (Instr.)				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)	\$48.42	01/01/2015		A ⁽¹⁾		234		07/07/2016 ⁽³⁾	09/08/2021	Common Stock	234	(1)	234	D	
Stock Option (Right to Buy)	\$48.42	01/01/2015		A ⁽¹⁾		63		07/07/2014 ⁽²⁾	09/08/2021	Common Stock	63	(1)	63	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 quarterly over four years beginning on this date.

3. The option vests in four quarterly installments beginning on this 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.