SEC Form 4

FORM 4

UNITED STATES SECURITIES AND EXCHANGE COMMISSION

Washington, D.C. 20549

OMB APPROVAL	
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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

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

☐ Check this box to indicate that a transaction was made pursuant to a contract, instruction or written plan for the purchase or sale of equity securities of the issuer that is intended to satisfy the affirmative defense conditions of Rule 10b5-1(c). See Instruction 10.

1. Name and Address of Reporting Person*	2. Issuer Name **and** Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)
Chesley Philip	Qorvo, Inc. [QRVO]	☐ Director ☐ 10% Owner
(Last) (First) (Middle)	Foreign Trading Symbol	☑ Officer (give title below) ☐ Other (specify below)
C/O QORVO, INC.	3. Date of Earliest Transaction (Month/Day/Year)	SVP, High Performance Analog
7628 THORNDIKE ROAD	10/05/2026	
(Street)	4. If Amendment, Date of Original Filed (Month/Day/Year)	6. Individual or Joint/Group Filing (Check Applicable Line)
GREENSBORO NC 27409		☑ Form filed by One Reporting Person
(City) (State) (Zip)		☐ Form filed by More than One Reporting Person

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	10/05/2026		A(1)		19,682	A	$0	63,703	D	
Common Stock	10/05/2026		D(1)(2)(3)		63,703	D	(2)(3)	0	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. 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 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				

Explanation of Responses:

1. On October 5, 2026, Qorvo, Inc. ("Qorvo") and Skyworks Solutions, Inc. ("Skyworks") completed the transactions contemplated by the Agreement and Plan of Merger (the "Merger Agreement"), dated as of October 27, 2025, by and among Qorvo, Skyworks, Comet Acquisition Corp. ("Merger Sub I") and Comet Acquisition II, LLC ("Merger Sub II") (the "Mergers"). Under the terms of the Merger Agreement, the number of shares of Qorvo common stock subject to any Accelerated Qorvo RSU or Adjusted RSU Award (each as defined below) held by the Reporting Person that remained subject to performance-based vesting conditions was deemed achieved at the greater of target and actual performance levels.

2. Pursuant to the terms of the Merger Agreement, (i) each share of Qorvo common stock held by the Reporting Person outstanding immediately prior to the Effective Time (as defined in the Merger Agreement) was converted into the right to receive (A) 0.960 shares of Skyworks common stock (together with cash in lieu of fractional shares), without interest, and (B) $32.50 in cash, without interest (together, the "Merger Consideration"), (ii) each outstanding restricted stock unit award corresponding to shares of Qorvo common stock (each, a "Qorvo RSU Award") held by the Reporting Person that was (A) vested but not yet settled as of immediately prior to the Effective Time or (cont. in footnote 3):

3. Due to a character limitation, footnote 3 is a continuation of footnote 2: (B) by its terms became vested in all respects as a result of the occurrence of the Closing (as defined in the Merger Agreement) (each, an "Accelerated Qorvo RSU") was cancelled in consideration for the right to receive (x) the Merger Consideration in respect of each share of Qorvo common stock then subject thereto and (y) an amount in cash equal to all dividend equivalents accrued but unpaid with respect thereto, and (iii) each Qorvo RSU Award held by the Reporting Person that was not an Accelerated Qorvo RSU (each, an "Adjusted RSU Award") was assumed by Skyworks and converted into a time-based restricted stock unit award covering a number of shares of Skyworks common stock determined by multiplying (A) the number of shares of Qorvo common stock then subject thereto by (B) the Conversion Ratio (as defined in the Merger Agreement), with any fractional shares rounded to the nearest whole share.

/s/ Jason T. Gray, by Power of Attorney — 10/05/2026

** 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.