Form 5500

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Annual Return/Report of Employee Benefit Plan

This form is required to be filed for employee benefit plans under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and sections 6057(b) and 6058(a) of the Internal Revenue Code (the Code).

▶ **Complete all entries in accordance with the instructions to the Form 5500.**

OMB Nos. 1210-0110
1210-0089

2016

This Form is Open to Public Inspection

Part I Annual Report Identification Information

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A This return/report is for:
- ☐ a multiemployer plan
- ☐ a multiple-employer plan (Filers checking this box must attach a list of participating employer information in accordance with the form instructions.)
- ☒ a single-employer plan
- ☐ a DFE (specify) ____

B This return/report is:
- ☐ the first return/report
- ☐ the final return/report
- ☐ an amended return/report
- ☐ a short plan year return/report (less than 12 months)

C If the plan is a collectively-bargained plan, check here. . . . . ▶ ☐

D Check box if filing under:
- ☐ Form 5558
- ☐ automatic extension
- ☐ the DFVC program
- ☐ special extension (enter description)

Part II Basic Plan Information—enter all requested information

1a Name of plan
SKYWORKS, LLC 401(K) PLAN

1b Three-digit plan number (PN) ▶ 001

1c Effective date of plan 10/01/2000

2a Plan sponsor's name (employer, if for a single-employer plan)
Mailing address (include room, apt., suite no. and street, or P.O. Box)
City or town, state or province, country, and ZIP or foreign postal code (if foreign, see instructions)
SKYWORKS, LLC

100 THIELMAN DRIVE
BUFFALO, NY 14206

2b Employer Identification Number (EIN)
16-1560664

2c Plan Sponsor's telephone number
716-822-5438

2d Business code (see instructions)
532400

Caution: A penalty for the late or incomplete filing of this return/report will be assessed unless reasonable cause is established.

Under penalties of perjury and other penalties set forth in the instructions, I declare that I have examined this return/report, including accompanying schedules, statements and attachments, as well as the electronic version of this return/report, and to the best of my knowledge and belief, it is true, correct, and complete.

SIGN HERE	Filed with authorized/valid electronic signature.	07/27/2017	JERRY R. REINHART
	Signature of plan administrator	Date	Enter name of individual signing as plan administrator
SIGN HERE	Filed with authorized/valid electronic signature.	07/27/2017	JERRY R. REINHART
	Signature of employer/plan sponsor	Date	Enter name of individual signing as employer or plan sponsor
SIGN HERE			
	Signature of DFE	Date	Enter name of individual signing as DFE

Preparer's name (including firm name, if applicable) and address (include room or suite number)

Preparer's telephone number

3a Plan administrator's name and address [X] Same as Plan Sponsor	**3b** Administrator's EIN	
	3c Administrator's telephone number	
4 If the name and/or EIN of the plan sponsor has changed since the last return/report filed for this plan, enter the name, EIN and the plan number from the last return/report:	**4b** EIN	
a Sponsor's name	**4c** PN	

5	Total number of participants at the beginning of the plan year	**5**	186
6	Number of participants as of the end of the plan year unless otherwise stated (welfare plans complete only lines **6a(1), 6a(2), 6b, 6c,** and **6d**).		
a(1)	Total number of active participants at the beginning of the plan year	**6a(1)**	156
a(2)	Total number of active participants at the end of the plan year	**6a(2)**	180
b	Retired or separated participants receiving benefits	**6b**	0
c	Other retired or separated participants entitled to future benefits	**6c**	35
d	Subtotal. Add lines **6a(2)**, **6b**, and **6c**.	**6d**	215
e	Deceased participants whose beneficiaries are receiving or are entitled to receive benefits.	**6e**	0
f	Total. Add lines **6d** and **6e**.	**6f**	215
g	Number of participants with account balances as of the end of the plan year (only defined contribution plans complete this item)	**6g**	161
h	Number of participants that terminated employment during the plan year with accrued benefits that were less than 100% vested	**6h**	8
7	Enter the total number of employers obligated to contribute to the plan (only multiemployer plans complete this item)	**7**	

8a If the plan provides pension benefits, enter the applicable pension feature codes from the List of Plan Characteristics Codes in the instructions:

2E 2G 2J 2K 3D

b If the plan provides welfare benefits, enter the applicable welfare feature codes from the List of Plan Characteristics Codes in the instructions:

9a Plan funding arrangement (check all that apply)		**9b** Plan benefit arrangement (check all that apply)	
(1)	[ ] Insurance	**(1)**	[ ] Insurance
(2)	[ ] Code section 412(e)(3) insurance contracts	**(2)**	[ ] Code section 412(e)(3) insurance contracts
(3)	[X] Trust	**(3)**	[X] Trust
(4)	[ ] General assets of the sponsor	**(4)**	[ ] General assets of the sponsor

10 Check all applicable boxes in 10a and 10b to indicate which schedules are attached, and, where indicated, enter the number attached. (See instructions)

a Pension Schedules

- **(1)** [X] **R** (Retirement Plan Information)
- **(2)** [ ] **MB** (Multiemployer Defined Benefit Plan and Certain Money Purchase Plan Actuarial Information) - signed by the plan actuary
- **(3)** [ ] **SB** (Single-Employer Defined Benefit Plan Actuarial Information) - signed by the plan actuary

b General Schedules

- **(1)** [X] **H** (Financial Information)
- **(2)** [ ] **I** (Financial Information – Small Plan)
- **(3)** [ ] **A** (Insurance Information)
- **(4)** [ ] **C** (Service Provider Information)
- **(5)** [ ] **D** (DFE/Participating Plan Information)
- **(6)** [ ] **G** (Financial Transaction Schedules)

Part III Form M-1 Compliance Information (to be completed by welfare benefit plans)

11a If the plan provides welfare benefits, was the plan subject to the Form M-1 filing requirements during the plan year? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

If "Yes" is checked, complete lines 11b and 11c.

11b Is the plan currently in compliance with the Form M-1 filing requirements? (See instructions and 29 CFR 2520.101-2.) ..... ☐ Yes ☐ No

11c Enter the Receipt Confirmation Code for the 2016 Form M-1 annual report. If the plan was not required to file the 2016 Form M-1 annual report, enter the Receipt Confirmation Code for the most recent Form M-1 that was required to be filed under the Form M-1 filing requirements. (Failure to enter a valid Receipt Confirmation Code will subject the Form 5500 filing to rejection as incomplete.)

Receipt Confirmation Code_____

SCHEDULE H (Form 5500)

Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Financial Information

This schedule is required to be filed under section 104 of the Employee Retirement Income Security Act of 1974 (ERISA), and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2016

This Form is Open to Public Inspection

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan
SKYWORKS, LLC 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
SKYWORKS, LLC

D Employer Identification Number (EIN)
16-1560664

Part I Asset and Liability Statement

1 Current value of plan assets and liabilities at the beginning and end of the plan year. Combine the value of plan assets held in more than one trust. Report the value of the plan's interest in a commingled fund containing the assets of more than one plan on a line-by-line basis unless the value is reportable on lines 1c(9) through 1c(14). Do not enter the value of that portion of an insurance contract which guarantees, during this plan year, to pay a specific dollar benefit at a future date. **Round off amounts to the nearest dollar.** MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 1b(1), 1b(2), 1c(8), 1g, 1h, and 1i. CCTs, PSAs, and 103-12 IEs also do not complete lines 1d and 1e. See instructions.

Assets		(a) Beginning of Year	(b) End of Year
a Total noninterest-bearing cash	1a		
b Receivables (less allowance for doubtful accounts):			
(1) Employer contributions	1b(1)	179691	196619
(2) Participant contributions	1b(2)	6349	
(3) Other	1b(3)		
c General investments:			
(1) Interest-bearing cash (include money market accounts & certificates of deposit)	1c(1)		
(2) U.S. Government securities	1c(2)		
(3) Corporate debt instruments (other than employer securities):			
(A) Preferred	1c(3)(A)		
(B) All other	1c(3)(B)		
(4) Corporate stocks (other than employer securities):			
(A) Preferred	1c(4)(A)		
(B) Common	1c(4)(B)		
(5) Partnership/joint venture interests	1c(5)		
(6) Real estate (other than employer real property)	1c(6)		
(7) Loans (other than to participants)	1c(7)		
(8) Participant loans	1c(8)	63122	76931
(9) Value of interest in common/collective trusts	1c(9)		
(10) Value of interest in pooled separate accounts	1c(10)		
(11) Value of interest in master trust investment accounts	1c(11)		
(12) Value of interest in 103-12 investment entities	1c(12)		
(13) Value of interest in registered investment companies (e.g., mutual funds)	1c(13)	3418782	4502303
(14) Value of funds held in insurance company general account (unallocated contracts)	1c(14)		
(15) Other	1c(15)		

			(a) Beginning of Year	(b) End of Year
1d	Employer-related investments:			
	(1) Employer securities	1d(1)		
	(2) Employer real property	1d(2)		
e	Buildings and other property used in plan operation	1e		
f	Total assets (add all amounts in lines 1a through 1e)	1f	3667944	4775853
	Liabilities			
g	Benefit claims payable	1g		17991
h	Operating payables	1h		
i	Acquisition indebtedness	1i		
j	Other liabilities	1j		
k	Total liabilities (add all amounts in lines 1g through1j)	1k	0	17991
	Net Assets			
l	Net assets (subtract line 1k from line 1f)	1l	3667944	4757862

Part II Income and Expense Statement

2 Plan income, expenses, and changes in net assets for the year. Include all income and expenses of the plan, including any trust(s) or separately maintained fund(s) and any payments/receipts to/from insurance carriers. Round off amounts to the nearest dollar. MTIAs, CCTs, PSAs, and 103-12 IEs do not complete lines 2a, 2b(1)(E), 2e, 2f, and 2g.

	Income		(a) Amount	(b) Total
a	**Contributions:**			
	(1) Received or receivable in cash from: **(A)** Employers	2a(1)(A)	196619	
	(B) Participants	2a(1)(B)	501970	
	(C) Others (including rollovers)	2a(1)(C)	285659	
	(2) Noncash contributions	2a(2)		
	(3) Total contributions. Add lines **2a(1)(A), (B), (C),** and line **2a(2)**	2a(3)		984248
b	**Earnings on investments:**			
	(1) Interest:			
	(A) Interest-bearing cash (including money market accounts and certificates of deposit)	2b(1)(A)		
	(B) U.S. Government securities	2b(1)(B)		
	(C) Corporate debt instruments	2b(1)(C)		
	(D) Loans (other than to participants)	2b(1)(D)		
	(E) Participant loans	2b(1)(E)	3274	
	(F) Other	2b(1)(F)		
	(G) Total interest. Add lines **2b(1)(A)** through **(F)**	2b(1)(G)		3274
	(2) Dividends: **(A)** Preferred stock	2b(2)(A)		
	(B) Common stock	2b(2)(B)		
	(C) Registered investment company shares (e.g. mutual funds)	2b(2)(C)	133404	
	(D) Total dividends. Add lines **2b(2)(A)**, **(B)**, and **(C)**	2b(2)(D)		133404
	(3) Rents	2b(3)		
	(4) Net gain (loss) on sale of assets: **(A)** Aggregate proceeds	2b(4)(A)		
	(B) Aggregate carrying amount (see instructions)	2b(4)(B)		
	(C) Subtract line **2b(4)(B)** from line **2b(4)(A)** and enter result	2b(4)(C)		
	(5) Unrealized appreciation (depreciation) of assets: **(A)** Real estate	2b(5)(A)		
	(B) Other	2b(5)(B)		
	(C) Total unrealized appreciation of assets. Add lines **2b(5)(A)** and **(B)**	2b(5)(C)		

		(a) Amount	(b) Total
(6) Net investment gain (loss) from common/collective trusts	2b(6)		
(7) Net investment gain (loss) from pooled separate accounts	2b(7)		
(8) Net investment gain (loss) from master trust investment accounts	2b(8)		
(9) Net investment gain (loss) from 103-12 investment entities	2b(9)		
(10) Net investment gain (loss) from registered investment companies (e.g., mutual funds)	2b(10)		117145
c Other income	2c		
d Total income. Add all **income** amounts in column (b) and enter total	2d		1238071
Expenses			
e Benefit payment and payments to provide benefits:			
(1) Directly to participants or beneficiaries, including direct rollovers	2e(1)	128687	
(2) To insurance carriers for the provision of benefits	2e(2)		
(3) Other	2e(3)		
(4) Total benefit payments. Add lines **2e(1)** through **(3)**	2e(4)		128687
f Corrective distributions (see instructions)	2f		17991
g Certain deemed distributions of participant loans (see instructions)	2g		
h Interest expense	2h		
i Administrative expenses: (1) Professional fees	2i(1)		
(2) Contract administrator fees	2i(2)		
(3) Investment advisory and management fees	2i(3)		
(4) Other	2i(4)	1475	
(5) Total administrative expenses. Add lines **2i(1)** through **(4)**	2i(5)		1475
j Total expenses. Add all **expense** amounts in column (b) and enter total	2j		148153
Net Income and Reconciliation			
k Net income (loss). Subtract line **2j** from line **2d**	2k		1089918
l Transfers of assets:			
(1) To this plan	2l(1)		
(2) From this plan	2l(2)		

Part III Accountant's Opinion

3 Complete lines 3a through 3c if the opinion of an independent qualified public accountant is attached to this Form 5500. Complete line 3d if an opinion is not attached.

a The attached opinion of an independent qualified public accountant for this plan is (see instructions):

(1) ☐ Unqualified **(2)** ☐ Qualified **(3)** ☒ Disclaimer **(4)** ☐ Adverse

b Did the accountant perform a limited scope audit pursuant to 29 CFR 2520.103-8 and/or 103-12(d)? ☒ Yes ☐ No

c Enter the name and EIN of the accountant (or accounting firm) below:

(1) Name: GRANA & TEIBEL, CPAS, P.C. **(2)** EIN: 16-1381171

d The opinion of an independent qualified public accountant is **not attached** because:

(1) ☐ This form is filed for a CCT, PSA, or MTIA. **(2)** ☐ It will be attached to the next Form 5500 pursuant to 29 CFR 2520.104-50.

Part IV Compliance Questions

4 CCTs and PSAs do not complete Part IV. MTIAs, 103-12 IEs, and GIAs do not complete lines 4a, 4e, 4f, 4g, 4h, 4k, 4m, 4n, or 5. 103-12 IEs also do not complete lines 4j and 4l. MTIAs also do not complete line 4l.

During the plan year:

		Yes	No	Amount
a Was there a failure to transmit to the plan any participant contributions within the time period described in 29 CFR 2510.3-102? Continue to answer "Yes" for any prior year failures until fully corrected. (See instructions and DOL's Voluntary Fiduciary Correction Program.)	4a		X	
b Were any loans by the plan or fixed income obligations due the plan in default as of the close of the plan year or classified during the year as uncollectible? Disregard participant loans secured by participant's account balance. (Attach Schedule G (Form 5500) Part I if "Yes" is checked.)	4b		X	

			Yes	No	Amount
c	Were any leases to which the plan was a party in default or classified during the year as uncollectible? (Attach Schedule G (Form 5500) Part II if "Yes" is checked.)	4c		X	
d	Were there any nonexempt transactions with any party-in-interest? (Do not include transactions reported on line 4a. Attach Schedule G (Form 5500) Part III if "Yes" is checked.)	4d		X	
e	Was this plan covered by a fidelity bond?	4e	X		366794
f	Did the plan have a loss, whether or not reimbursed by the plan's fidelity bond, that was caused by fraud or dishonesty?	4f		X	
g	Did the plan hold any assets whose current value was neither readily determinable on an established market nor set by an independent third party appraiser?	4g		X	
h	Did the plan receive any noncash contributions whose value was neither readily determinable on an established market nor set by an independent third party appraiser?	4h		X	
i	Did the plan have assets held for investment? (Attach schedule(s) of assets if "Yes" is checked, and see instructions for format requirements.)	4i	X		
j	Were any plan transactions or series of transactions in excess of 5% of the current value of plan assets? (Attach schedule of transactions if "Yes" is checked, and see instructions for format requirements.)	4j		X	
k	Were all the plan assets either distributed to participants or beneficiaries, transferred to another plan, or brought under the control of the PBGC?	4k		X	
l	Has the plan failed to provide any benefit when due under the plan?	4l		X	
m	If this is an individual account plan, was there a blackout period? (See instructions and 29 CFR 2520.101-3.)	4m		X	
n	If 4m was answered "Yes," check the "Yes" box if you either provided the required notice or one of the exceptions to providing the notice applied under 29 CFR 2520.101-3	4n			
o	Defined Benefit Plan or Money Purchase Pension Plan Only: Were any distributions made during the plan year to an employee who attained age 62 and had not separated from service?	4o			

5a Has a resolution to terminate the plan been adopted during the plan year or any prior plan year?
If "Yes," enter the amount of any plan assets that reverted to the employer this year ☐ **Yes** ☒ **No** **Amount:**

5b If, during this plan year, any assets or liabilities were transferred from this plan to another plan(s), identify the plan(s) to which assets or liabilities were transferred. (See instructions.)

5b(1) Name of plan(s)	**5b(2)** EIN(s)	**5b(3)** PN(s)

5c If the plan is a defined benefit plan, is it covered under the PBGC insurance program (See ERISA section 4021.)? ..... ☐ Yes ☐ No ☐ Not determined
If "Yes" is checked, enter the My PAA confirmation number from the PBGC premium filing for this plan year_____. (See instructions.)

Part V Trust Information

6a Name of trust	**6b** Trust's EIN

6c Name of trustee or custodian	**6d** Trustee's or custodian's telephone number

SCHEDULE R (Form 5500)

Department of the Treasury
Internal Revenue Service

Department of Labor
Employee Benefits Security Administration

Pension Benefit Guaranty Corporation

Retirement Plan Information

This schedule is required to be filed under sections 104 and 4065 of the Employee Retirement Income Security Act of 1974 (ERISA) and section 6058(a) of the Internal Revenue Code (the Code).

▶ **File as an attachment to Form 5500.**

OMB No. 1210-0110

2016

This Form is Open to Public Inspection.

For calendar plan year 2016 or fiscal plan year beginning 01/01/2016 and ending 12/31/2016

A Name of plan
SKYWORKS, LLC 401(K) PLAN

B Three-digit plan number (PN) ▶ 001

C Plan sponsor's name as shown on line 2a of Form 5500
SKYWORKS, LLC

D Employer Identification Number (EIN)
16-1560664

Part I Distributions

All references to distributions relate only to payments of benefits during the plan year.

1 Total value of distributions paid in property other than in cash or the forms of property specified in the instructions **1** 0

2 Enter the EIN(s) of payor(s) who paid benefits on behalf of the plan to participants or beneficiaries during the year (if more than two, enter EINs of the two payors who paid the greatest dollar amounts of benefits):

EIN(s): 16-1560664

Profit-sharing plans, ESOPs, and stock bonus plans, skip line 3.

3 Number of participants (living or deceased) whose benefits were distributed in a single sum, during the plan year **3**

Part II Funding Information (If the plan is not subject to the minimum funding requirements of section of 412 of the Internal Revenue Code or ERISA section 302, skip this Part.)

4 Is the plan administrator making an election under Code section 412(d)(2) or ERISA section 302(d)(2)? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

If the plan is a defined benefit plan, go to line 8.

5 If a waiver of the minimum funding standard for a prior year is being amortized in this plan year, see instructions and enter the date of the ruling letter granting the waiver. **Date:** Month _____ Day _____ Year _____

If you completed line 5, complete lines 3, 9, and 10 of Schedule MB and do not complete the remainder of this schedule.

6 **a** Enter the minimum required contribution for this plan year (include any prior year accumulated funding deficiency not waived) **6a**

b Enter the amount contributed by the employer to the plan for this plan year **6b**

c Subtract the amount in line 6b from the amount in line 6a. Enter the result (enter a minus sign to the left of a negative amount) **6c**

If you completed line 6c, skip lines 8 and 9.

7 Will the minimum funding amount reported on line 6c be met by the funding deadline? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

8 If a change in actuarial cost method was made for this plan year pursuant to a revenue procedure or other authority providing automatic approval for the change or a class ruling letter, does the plan sponsor or plan administrator agree with the change? ..... ☐ **Yes** ☐ **No** ☐ **N/A**

Part III Amendments

9 If this is a defined benefit pension plan, were any amendments adopted during this plan year that increased or decreased the value of benefits? If yes, check the appropriate box. If no, check the "No" box. ..... ☐ **Increase** ☐ **Decrease** ☐ **Both** ☐ **No**

Part IV ESOPs (see instructions). If this is not a plan described under Section 409(a) or 4975(e)(7) of the Internal Revenue Code, skip this Part.

10 Were unallocated employer securities or proceeds from the sale of unallocated securities used to repay any exempt loan? ..... ☐ **Yes** ☐ **No**

11 **a** Does the ESOP hold any preferred stock? ..... ☐ **Yes** ☐ **No**

b If the ESOP has an outstanding exempt loan with the employer as lender, is such loan part of a "back-to-back" loan? (See instructions for definition of "back-to-back" loan.) ..... ☐ **Yes** ☐ **No**

12 Does the ESOP hold any stock that is not readily tradable on an established securities market? ..... ☐ **Yes** ☐ **No**

Part V Additional Information for Multiemployer Defined Benefit Pension Plans

13 Enter the following information for each employer that contributed more than 5% of total contributions to the plan during the plan year (measured in dollars). See instructions. *Complete as many entries as needed to report all applicable employers.*

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify):

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

---

a Name of contributing employer

b EIN **c** Dollar amount contributed by employer

d Date collective bargaining agreement expires *(If employer contributes under more than one collective bargaining agreement, check box* ☐ *and see instructions regarding required attachment. Otherwise, enter the applicable date.)* Month _____ Day _____ Year _____

e Contribution rate information *(If more than one rate applies, check this box* ☐ *and see instructions regarding required attachment. Otherwise, complete lines 13e(1) and 13e(2).)*
(1) Contribution rate (in dollars and cents) _____
(2) Base unit measure: ☐ Hourly ☐ Weekly ☐ Unit of production ☐ Other (specify): _____

14 Enter the number of participants on whose behalf no contributions were made by an employer as an employer of the participant for:

a The current year	**14a**	
b The plan year immediately preceding the current plan year	**14b**	
c The second preceding plan year	**14c**	

15 Enter the ratio of the number of participants under the plan on whose behalf no employer had an obligation to make an employer contribution during the current plan year to:

a The corresponding number for the plan year immediately preceding the current plan year	**15a**	
b The corresponding number for the second preceding plan year	**15b**	

16 Information with respect to any employers who withdrew from the plan during the preceding plan year:

a Enter the number of employers who withdrew during the preceding plan year	**16a**	
b If line 16a is greater than 0, enter the aggregate amount of withdrawal liability assessed or estimated to be assessed against such withdrawn employers	**16b**	

17 If assets and liabilities from another plan have been transferred to or merged with this plan during the plan year, check box and see instructions regarding supplemental information to be included as an attachment. ☐

Part VI Additional Information for Single-Employer and Multiemployer Defined Benefit Pension Plans

18 If any liabilities to participants or their beneficiaries under the plan as of the end of the plan year consist (in whole or in part) of liabilities to such participants and beneficiaries under two or more pension plans as of immediately before such plan year, check box and see instructions regarding supplemental information to be included as an attachment ☐

19 If the total number of participants is 1,000 or more, complete lines (a) through (c)

a Enter the percentage of plan assets held as:
Stock: _____% Investment-Grade Debt: _____% High-Yield Debt: _____% Real Estate: _____% Other: _____%

b Provide the average duration of the combined investment-grade and high-yield debt:
☐ 0-3 years ☐ 3-6 years ☐ 6-9 years ☐ 9-12 years ☐ 12-15 years ☐ 15-18 years ☐ 18-21 years ☐ 21 years or more

c What duration measure was used to calculate line 19(b)?
☐ Effective duration ☐ Macaulay duration ☐ Modified duration ☐ Other (specify):

Part VII IRS Compliance Questions

20a Is the plan a 401(k) plan? If "No," skip b	☐ Yes ☐ No
20b How did the plan satisfy the nondiscrimination requirements for employee deferrals under section 401(k)(3) for the plan year? Check all that apply:	☐ Design-based safe harbor ☐ "Prior year" ADP test ☐ "Current year" ADP test ☐ N/A
21a What testing method was used to satisfy the coverage requirements under section 410(b) for the plan year? Check all that apply:	☐ Ratio percentage test ☐ Average benefit test ☐ N/A
21b Did the plan satisfy the coverage and nondiscrimination requirements of sections 410(b) and 401(a)(4) for the plan year by combining this plan with any other plan under the permissive aggregation rules?	☐ Yes ☐ No

22a If the plan is a master and prototype plan (M&P) or volume submitter plan that received a favorable IRS opinion letter or advisory letter, enter the date of the letter _____/_____/_____ and the serial number _____.

22b If the plan is an individually-designed plan that received a favorable determination letter from the IRS, enter the date of the most recent determination letter _____/_____/_____.

SKYWORKS, LLC 401(k) PLAN

FINANCIAL STATEMENTS
(AUDITED)

DECEMBER 31, 2016 AND 2015

SKYWORKS, LLC 401(k) PLAN

FINANCIAL STATEMENTS
(AUDITED)

DECEMBER 31, 2016 AND 2015

TABLE OF CONTENTS

	Page
Independent Auditor's Report	1 - 2
Financial Statements:	
Statements of Net Assets Available for Benefits as of December 31, 2016 and 2015	3
Statements of Changes in Net Assets Available for Benefits for the years ended December 31, 2016 and 2015	4
Notes to Financial Statements	5 - 9
Supplementary Schedule:	
Schedule of Assets (Held at End of Year) as of December 31, 2016	10

GRANA & TEIBEL, CPAs, P.C.

CERTIFIED PUBLIC ACCOUNTANTS
UNIVERSITY CORPORATE CENTRE
300 CORPORATE PARKWAY, SUITE 116 NORTH
AMHERST, NEW YORK 14226-1258

WEBSITE: www.gtcpabuf.com

DAVID T. GRANA, CPA*
daveg@gtcpabuf.com

RICHARD M. TEIBEL, CPA
rickt@gtcpabuf.com

*ALSO LICENSED IN FLORIDA

AREA CODE 716
862-4270
FAX NUMBER
862-0007

Independent Auditor's Report

To the Participants and Administrators of
Skyworks, LLC 401(k) Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Skyworks, LLC 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Capital Bank and Trust Company, the custodian of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the custodian as of and for the years ended December 31, 2016 and 2015, that the information provided to the plan administrator by the custodian is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter - Supplemental Schedule

The supplemental Schedule H, Line 4i - schedule of assets (held at end of year) as of December 31, 2016, is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion Paragraph, we do not express an opinion on this supplemental schedule.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the custodian, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Grana & Teibel, CPAs, P.C.

June 26, 2017

SKYWORKS, LLC 401(k) Plan
Statements of Net Assets Available for Benefits

Assets:

	December 31, 2016	December 31, 2015
Investments at Fair Value:		
Mutual funds	$ 4,502,303	$ 3,418,782
Receivables:		
Notes receivable from participants	76,931	63,122
Employee contributions	-	6,349
Employer contributions	196,619	179,691
Total Receivables	273,550	249,162
Total Assets	$ 4,775,853	$ 3,667,944

Liabilities:

Benefits Payable	17,991	-
Net Assets Available for Benefits	$ 4,757,862	$ 3,667,944

See accompanying notes.

SKYWORKS, LLC 401(k) Plan
Statements of Changes in Net Assets Available for Benefits
For the Years Ended

	December 31, 2016	December 31, 2015
Additions to Net assets Attributed to:		
Participant's contributions	$ 501,970	$ 436,729
Participant rollover contributions	285,659	2,162
Employer contributions	196,619	179,691
Interest and dividend income	136,678	172,101
Net appreciation in fair value of investments	117,145	-
Total Sources of Net Assets	1,238,071	790,683
Deductions from Net Assets Attributed to:		
Net depreciation in fair value of investments	-	157,094
Benefits paid to participants	146,678	45,898
Administrative expenses	1,475	1,475
Total Deductions from Net Assets	148,153	204,467
Net Increase in Net Assets	1,089,918	586,216
Net Assets Available for Benefits:		
Beginning of year	3,667,944	3,081,728
End of year	$ 4,757,862	$ 3,667,944

See accompanying notes.

SKYWORKS, LLC 401(K) PLAN

NOTES TO THE FINANCIAL STATEMENTS

Note 1. **Description of Plan**

The following description of the Skyworks, LLC 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan Document for a more complete description of the Plan's provisions.

The Plan is a defined contribution plan which has adopted the Retirement Essentials, Inc. Prototype Non-Standardized 401(k) Profit Sharing Plan. The Plan sponsor is Skyworks, LLC (the Company).

General - The Plan is funded by employee and employer contributions. Investment transaction and advisor fees are paid by the Plan. All expenses of operating the Plan are paid by the Company. The assets of the Plan are maintained in investment funds held by Capital Bank and Trust Company. The Trustee is responsible for oversight of the Plan, determining the appropriateness of the Plan's investment offerings and monitoring investment performance.

Eligibility - All employees age twenty-one or older that are not covered by a collective bargaining agreement are eligible upon hire for purposes of salary deferrals and rollover contributions. In addition to the age and employee class requirements, employees will be eligible for employer contributions after one year of service with 1,000 hours. After attaining the service requirements employees will enter the Plan for purpose of employer contributions on the earlier of January 1st or July 1st coinciding with or next following the date on which they meet eligibility requirements.

Contributions - All eligible employees may elect to contribute up to 100% of their compensation limited to the maximum annual limitation as provided by the Internal Revenue Code (IRC). Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also make rollover contributions from other qualified plans or qualified annuities.

The Plan allows for employer matching contributions. The employer matching contribution is discretionary and is determined annually. Historically, the matching contribution has been 100% of the eligible employees' contribution up to 3% of the participants' compensation. In addition, on an annual basis the Company may make a discretionary non-elective contribution. The discretionary non-elective contribution will be allocated to each eligible participant based upon ratio of their compensation to the compensation of all eligible participants. There were no discretionary non-elective contributions in 2016 or 2015.

Participants direct the investment of all contributions into various mutual funds offered by the Plan. The Plan currently offers over twenty mutual fund investments.

Vesting - Participants have a 100% non-forfeitable interest in their contributions. Employer matching and non-elective contributions vest ratably in years of service two through six. A year of service for vesting purposes will be determined on the basis of the hours of service method. Participants are credited with a year of service upon completion of 1,000 hours of service during the Plan year. If not already fully vested, a participant becomes fully vested upon death, termination due to disability, attaining the normal retirement age of 65 or if the Plan is terminated or partially terminated.

Benefits - Benefits are payable upon severance of employment, normal retirement, disability, death, or hardship. Benefits other than hardship withdrawals can be rolled into another qualified plan or IRA. Benefits are payable in a lump sum or installment payments and can be in the form of cash or marketable securities.

Note 1. **Description of Plan** *(Continued)*

Participant Accounts - Each participant's account is credited with the participant's contributions and allocations of (a) the Company's contributions and, (b) Plan earnings, net of investment transaction charges. Allocations are based on participant's earnings or account balances as defined.

Notes Receivable from Participants - The Plan allows participants to borrow up to 50% of their vested account balance, up to a maximum of $50,000 and a minimum of $1,000. The notes are secured by the participant's account and bear interest at the prime rate plus 2.0%. The repayment term of the loan cannot exceed five years unless the loan is used to purchase a primary residence. The principal and interest is paid through weekly payroll deductions.

Plan Termination - Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of the Employee Retirement Income Security Act (ERISA).

Forfeited Accounts - At December 31, 2016 and 2015, forfeited non-vested accounts totaled $3,841 and $2,102, respectively. Forfeitures are used to reduce employer contributions. The 2016 matching contribution was reduced by $1,048 ($1,550 - 2015).

Note 2. **Summary of Significant Accounting Policies**

Basis of Accounting - The Plan prepares its financial statements on the accrual basis of accounting.

Use of Estimates - The process of preparing financial statements in conformity with accounting principles generally accepted in the United States of America requires the use of estimates and assumptions regarding certain types of assets, liabilities, revenues, expenses, and disclosures. Such estimates primarily relate to unsettled transactions and events as of the date of the financial statements. Accordingly, actual results may differ from those estimates.

Investment Valuation and Income Recognition - The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's Trustee determines the Plan's valuation policies utilizing information provided by the investment advisers and custodians. See Note 3 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis, and dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought or sold as well as held during the year.

Notes Receivable from Participants - Notes receivable from participants are measured at the unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2016 or 2015. A note is considered in default if any scheduled payment remains unpaid beyond the last day of the calendar quarter following the calendar quarter in which the participant missed a scheduled payment. Defaulted notes will not be written off as a benefit paid to the participant until the participant has incurred a distributable event under the Plan (death or payment of vested balance). There were no delinquent participant loans reclassified to distributions in 2016 ($0 - 2015).

Expenses - Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation of fair value of investments.

Benefits Payable - Amounts payable to participants totaling $17,991 at December 31, 2016 ($0 – 2015) for contributions in excess of amounts allowed by the Internal Revenue Service (IRS) are recorded as benefits payable and are included in benefits paid to participants.

Note 2. **Summary of Significant Accounting Policies** *(Continued)*

Payment of Benefits - Benefits, other than excess contributions payable to participants, are recorded when paid.

Recently Issued Accounting Standard - In July 2015, the FASB issued ASU 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), Health and Welfare Benefit Plans (Topic 965): (Part I) Fully Benefit-Responsive Investment Contracts, (Part II) Plan Investment Disclosures, (Part III) Measurement Date Practical Expedient. Part I eliminates the requirements to measure the fair value of fully benefit-responsive investment contracts and provide certain disclosures. Under the amendments, fully benefit-responsive investment contracts are measured, presented, and disclosed at contract value. It also clarifies the definition of what is considered a fully benefit-responsive investment contract. Part II eliminates the requirements to disclose individual investments that represent 5 percent or more of net assets available for benefits and the net appreciation or depreciation in fair value of investments by general type. Part II also simplifies the level of disaggregation of investments that are measured using fair value. Plans will continue to disaggregate investments that are measured using fair value by general type; however, plans are no longer required to also disaggregate investments by nature, characteristics and risks. Further, the disclosure of information about fair value measurement shall be provided by general type of plan asset. The ASU is effective for fiscal years beginning after December 15, 2015, with early adoption permitted. Parts I and II are to be applied retrospectively. Management has adopted Part II. Parts I and III are not applicable to the Plan.

Note 3. **Fair Value Measurements**

Financial Accounting Standard Board (FASB) *Accounting Standards Codification* 820, *Fair Value Measurements*, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements).

The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2: Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3: Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation method used to measure fair value:

Mutual funds: Valued at the net asset value (NAV) of shares held by the Plan at year-end. The NAV is the closing price reported on the active market on which the securities are traded. Mutual funds are classified as Level 1 investments.

Note 3. **Fair Value Measurements** *(Continued)*

The preceding method described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Note 4. **Information Prepared and Certified By Custodian**

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified to as complete and accurate by the custodian, Capital Bank and Trust Company. The incorporation of this financial information in the accompanying financial statements is based solely on their certification and has not been audited by independent accountants.

	2016	2015
Investments at fair value - participant directed:		
Mutual funds	$ 4,502,303	$ 3,418,782
Notes receivable from participants	$ 76,931	$ 63,122

	2016	2015
Transactions for the year ended:		
Interest and dividends	$ 136,678	$ 172,101
Net appreciation (depreciation) in fair value of investments	$ 117,145	$ (157,094)

Note 5. **Party-in-Interest Transactions**

All of the Plan investments are American Funds mutual funds managed by Capital Bank and Trust Company. Capital Bank and Trust Company is the custodian as defined by the Plan, and therefore, these transactions qualify as party-in-interest transactions. Investment income (including appreciation and depreciation in the fair values) for all American Funds mutual funds amounted to $250,549 for the year ended December 31, 2016 ($12,533 - 2015). Interest income from participant loans amounted to $3,274 for the Plan year ended December 31, 2016 ($2,474 - 2015).

Fees incurred by the Plan for the investment management services are included in net appreciation in fair value of the investment. Administrative fees recognized by the Plan amounted to $1,475 during the year ended December 31, 2016 ($1,475 - 2015). The Company directly pays any other fees related to the Plan's operations. All of the party-in-interest transactions are exempt from the prohibited transaction rules of ERISA.

Note 6. **Reconciliation to Form 5500**

The following is a reconciliation of net assets available for benefits per the financial statements to form 5500 as of December 31:

	2016	2015
Net assets available for benefits per the financial statements	$ 4,757,862	$ 3,667,944
Differences in:		
Investments	76,931	63,122
Notes receivable from participants	(76,931)	(63,122)
Net assets available for benefits per form 5500	$ 4,757,862	$ 3,667,944

Note 7. **Tax Status**

The Retirement Essentials, Inc. Prototype Plan has not been reviewed by the IRS to determine qualification under applicable sections of the IRC. The Prototype Plan did receive a positive opinion letter from the IRS on March 31, 2014. The opinion relates only to the acceptability of the form of the Plan under the IRC. The Plan Administrator believes the Plan is currently being operated in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require the Plan Administrator to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken uncertain tax positions that more likely than not would not be sustained upon examination by IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2016, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by the IRS and the Department of Labor. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2013.

Note 8. **Risks and Uncertainties**

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

Note 9. **Subsequent Events**

The Plan has evaluated subsequent events through June 26, 2017, the date the financial statements were available to be issued.

Note 10. **Other Matter**

In August 2017 the Plan assets will be transferred to a new custodian, Ascensus Trust Company.

SUPPLEMENTAL SCHEDULE

Skyworks, LLC 401(k) Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
December 31, 2016

EIN 16-1560664
Plan Number 001
Form 5500 - Schedule H, line 4i

	(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value		(d) Cost Participant directed plan (not applicable)	(e) Current Value
		Mutual Funds:				
*		American Funds	Smallcap World Fund R3	10,945.585 units		485,109
*		American Funds	The Growth Fund of America R3	18,618.099 units		769,300
*		American Funds	The New Economy Fund R3	11,447.546 units		403,755
*		American Funds	2020 Target Date Retirement Fund R3	40,605.474 units		461,684
*		American Funds	2025 Target Date Retirement Fund R3	34,688.251 units		411,749
*		American Funds	EuroPacific Growth Fund R3	4,534.020 units		200,630
*		American Funds	2045 Target Date Retirement Fund R3	25,733.985 units		329,652
*		American Funds	2040 Target Date Retirement Fund R3	17,781.517 units		225,647
*		American Funds	Investment Company of America R3	6,441.073 units		232,587
*		American Funds	New World Fund R3	3,127.690 units		158,762
*		American Funds	2035 Target Date Retirement Fund R3	12,431.145 units		155,141
*		American Funds	Capital Income Builder R3	2,052.939 units		118,352
*		American Funds	2030 Target Date Retirement Fund R3	6,473.896 units		80,341
*		American Funds	Capital World Growth and Income Fund	2,299.625 units		100,149
*		American Funds	The Bond Fund of America R3	6,981.980 units		88,811
*		American Funds	2050 Target Date Retirement Fund R3	8,304.191 units		104,135
*		American Funds	U.S. Government Securities Fund R3	3,045.780 units		41,514
*		American Funds	2055 Target Date Retirement Fund R3	2,547.735 units		39,719
*		American Funds	2010 Target Date Retirement Fund R3	5,726.646 units		57,896
*		American Funds	Short-Term Bond Fund of America R3	2,412.337 units		23,906
*		American Funds	2015 Target Date Retirement Fund R3	1,312.239 units		13,464
*		Participant loans		Interest rates of 5.25% to 5.5%		76,931
						4,579,234

* indicates party-in-interest to the Plan

The above information has been certified by Capital Bank and Trust Company, the custodian, as complete and accurate.

SKYWORKS, LLC 401(k) PLAN

FINANCIAL STATEMENTS
(AUDITED)

DECEMBER 31, 2016 AND 2015

SKYWORKS, LLC 401(k) PLAN

FINANCIAL STATEMENTS
(AUDITED)

DECEMBER 31, 2016 AND 2015

TABLE OF CONTENTS

	Page
Independent Auditor's Report	1 - 2
Financial Statements:	
Statements of Net Assets Available for Benefits as of December 31, 2016 and 2015	3
Statements of Changes in Net Assets Available for Benefits for the years ended December 31, 2016 and 2015	4
Notes to Financial Statements	5 - 9
Supplementary Schedule:	
Schedule of Assets (Held at End of Year) as of December 31, 2016	10

GRANA & TEIBEL, CPAs, P.C.

CERTIFIED PUBLIC ACCOUNTANTS
UNIVERSITY CORPORATE CENTRE
300 CORPORATE PARKWAY, SUITE 116 NORTH
AMHERST, NEW YORK 14226-1258

WEBSITE: www.gtcpabuf.com

DAVID T. GRANA, CPA*
daveg@gtcpabuf.com

RICHARD M. TEIBEL, CPA
rickt@gtcpabuf.com

*ALSO LICENSED IN FLORIDA

AREA CODE 716
862-4270
FAX NUMBER
862-0007

Independent Auditor's Report

To the Participants and Administrators of
Skyworks, LLC 401(k) Plan

Report on the Financial Statements

We were engaged to audit the accompanying financial statements of Skyworks, LLC 401(k) Plan, which comprise the statements of net assets available for benefits as of December 31, 2016 and 2015, and the related statements of changes in net assets available for benefits for the years then ended, and the related notes to the financial statements.

Management's Responsibility for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with accounting principles generally accepted in the United States of America; this includes the design, implementation, and maintenance of internal control relevant to the preparation and fair presentation of financial statements that are free from material misstatement, whether due to fraud or error.

Auditor's Responsibility

Our responsibility is to express an opinion on these financial statements based on conducting the audits in accordance with auditing standards generally accepted in the United States of America. Because of the matter described in the Basis for Disclaimer of Opinion paragraph, however, we were not able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

Basis for Disclaimer of Opinion

As permitted by 29 CFR 2520.103-8 of the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974, the plan administrator instructed us not to perform, and we did not perform, any auditing procedures with respect to the information summarized in Note 4, which was certified by Capital Bank and Trust Company, the custodian of the Plan, except for comparing the information with the related information included in the financial statements. We have been informed by the plan administrator that the custodian holds the Plan's investment assets and executes investment transactions. The plan administrator has obtained a certification from the custodian as of and for the years ended December 31, 2016 and 2015, that the information provided to the plan administrator by the custodian is complete and accurate.

Disclaimer of Opinion

Because of the significance of the matter described in the Basis for Disclaimer of Opinion paragraph, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion. Accordingly, we do not express an opinion on these financial statements.

Other Matter - Supplemental Schedule

The supplemental Schedule H, Line 4i - schedule of assets (held at end of year) as of December 31, 2016, is required by the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974 and is presented for the purpose of additional analysis and is not a required part of the financial statements. Because of the significance of the matter described in the Basis for Disclaimer of Opinion Paragraph, we do not express an opinion on this supplemental schedule.

Report on Form and Content in Compliance with DOL Rules and Regulations

The form and content of the information included in the financial statements and supplemental schedule, other than that derived from the information certified by the custodian, have been audited by us in accordance with auditing standards generally accepted in the United States of America and, in our opinion, are presented in compliance with the Department of Labor's Rules and Regulations for Reporting and Disclosure under the Employee Retirement Income Security Act of 1974.

Grana & Teibel, CPAs, P.C.

June 26, 2017

SKYWORKS, LLC 401(k) Plan
Statements of Net Assets Available for Benefits

Assets:

	December 31, 2016	December 31, 2015
Investments at Fair Value:		
Mutual funds	$ 4,502,303	$ 3,418,782
Receivables:		
Notes receivable from participants	76,931	63,122
Employee contributions	-	6,349
Employer contributions	196,619	179,691
Total Receivables	273,550	249,162
Total Assets	$ 4,775,853	$ 3,667,944

Liabilities:

Benefits Payable	17,991	-
Net Assets Available for Benefits	$ 4,757,862	$ 3,667,944

See accompanying notes.

SKYWORKS, LLC 401(k) Plan
Statements of Changes in Net Assets Available for Benefits
For the Years Ended

	December 31, 2016	December 31, 2015
Additions to Net assets Attributed to:		
Participant's contributions	$ 501,970	$ 436,729
Participant rollover contributions	285,659	2,162
Employer contributions	196,619	179,691
Interest and dividend income	136,678	172,101
Net appreciation in fair value of investments	117,145	-
Total Sources of Net Assets	1,238,071	790,683
Deductions from Net Assets Attributed to:		
Net depreciation in fair value of investments	-	157,094
Benefits paid to participants	146,678	45,898
Administrative expenses	1,475	1,475
Total Deductions from Net Assets	148,153	204,467
Net Increase in Net Assets	1,089,918	586,216
Net Assets Available for Benefits:		
Beginning of year	3,667,944	3,081,728
End of year	$ 4,757,862	$ 3,667,944

See accompanying notes.

SKYWORKS, LLC 401(K) PLAN

NOTES TO THE FINANCIAL STATEMENTS

Note 1. **Description of Plan**

The following description of the Skyworks, LLC 401(k) Plan (the Plan) provides only general information. Participants should refer to the Plan Document for a more complete description of the Plan's provisions.

The Plan is a defined contribution plan which has adopted the Retirement Essentials, Inc. Prototype Non-Standardized 401(k) Profit Sharing Plan. The Plan sponsor is Skyworks, LLC (the Company).

General - The Plan is funded by employee and employer contributions. Investment transaction and advisor fees are paid by the Plan. All expenses of operating the Plan are paid by the Company. The assets of the Plan are maintained in investment funds held by Capital Bank and Trust Company. The Trustee is responsible for oversight of the Plan, determining the appropriateness of the Plan's investment offerings and monitoring investment performance.

Eligibility - All employees age twenty-one or older that are not covered by a collective bargaining agreement are eligible upon hire for purposes of salary deferrals and rollover contributions. In addition to the age and employee class requirements, employees will be eligible for employer contributions after one year of service with 1,000 hours. After attaining the service requirements employees will enter the Plan for purpose of employer contributions on the earlier of January 1st or July 1st coinciding with or next following the date on which they meet eligibility requirements.

Contributions - All eligible employees may elect to contribute up to 100% of their compensation limited to the maximum annual limitation as provided by the Internal Revenue Code (IRC). Participants who have attained age 50 before the end of the Plan year are eligible to make catch-up contributions. Participants may also make rollover contributions from other qualified plans or qualified annuities.

The Plan allows for employer matching contributions. The employer matching contribution is discretionary and is determined annually. Historically, the matching contribution has been 100% of the eligible employees' contribution up to 3% of the participants' compensation. In addition, on an annual basis the Company may make a discretionary non-elective contribution. The discretionary non-elective contribution will be allocated to each eligible participant based upon ratio of their compensation to the compensation of all eligible participants. There were no discretionary non-elective contributions in 2016 or 2015.

Participants direct the investment of all contributions into various mutual funds offered by the Plan. The Plan currently offers over twenty mutual fund investments.

Vesting - Participants have a 100% non-forfeitable interest in their contributions. Employer matching and non-elective contributions vest ratably in years of service two through six. A year of service for vesting purposes will be determined on the basis of the hours of service method. Participants are credited with a year of service upon completion of 1,000 hours of service during the Plan year. If not already fully vested, a participant becomes fully vested upon death, termination due to disability, attaining the normal retirement age of 65 or if the Plan is terminated or partially terminated.

Benefits - Benefits are payable upon severance of employment, normal retirement, disability, death, or hardship. Benefits other than hardship withdrawals can be rolled into another qualified plan or IRA. Benefits are payable in a lump sum or installment payments and can be in the form of cash or marketable securities.

Note 1. **Description of Plan** *(Continued)*

Participant Accounts - Each participant's account is credited with the participant's contributions and allocations of (a) the Company's contributions and, (b) Plan earnings, net of investment transaction charges. Allocations are based on participant's earnings or account balances as defined.

Notes Receivable from Participants - The Plan allows participants to borrow up to 50% of their vested account balance, up to a maximum of $50,000 and a minimum of $1,000. The notes are secured by the participant's account and bear interest at the prime rate plus 2.0%. The repayment term of the loan cannot exceed five years unless the loan is used to purchase a primary residence. The principal and interest is paid through weekly payroll deductions.

Plan Termination - Although it has not expressed any intent to do so, the Company has the right under the Plan to discontinue its contributions at any time and to terminate the Plan subject to the provisions of the Employee Retirement Income Security Act (ERISA).

Forfeited Accounts - At December 31, 2016 and 2015, forfeited non-vested accounts totaled $3,841 and $2,102, respectively. Forfeitures are used to reduce employer contributions. The 2016 matching contribution was reduced by $1,048 ($1,550 - 2015).

Note 2. **Summary of Significant Accounting Policies**

Basis of Accounting - The Plan prepares its financial statements on the accrual basis of accounting.

Use of Estimates - The process of preparing financial statements in conformity with accounting principles generally accepted in the United States of America requires the use of estimates and assumptions regarding certain types of assets, liabilities, revenues, expenses, and disclosures. Such estimates primarily relate to unsettled transactions and events as of the date of the financial statements. Accordingly, actual results may differ from those estimates.

Investment Valuation and Income Recognition - The Plan's investments are stated at fair value. Fair value is the price that would be received to sell an asset or paid to transfer a liability in an orderly transaction between market participants at the measurement date. The Plan's Trustee determines the Plan's valuation policies utilizing information provided by the investment advisers and custodians. See Note 3 for discussion of fair value measurements.

Purchases and sales of securities are recorded on a trade-date basis. Interest income is recorded on the accrual basis, and dividends are recorded on the ex-dividend date. Net appreciation includes the Plan's gains and losses on investments bought or sold as well as held during the year.

Notes Receivable from Participants - Notes receivable from participants are measured at the unpaid principal balance plus any accrued but unpaid interest. Interest income is recorded on the accrual basis. Related fees are recorded as administrative expenses and are expensed when they are incurred. No allowance for credit losses has been recorded as of December 31, 2016 or 2015. A note is considered in default if any scheduled payment remains unpaid beyond the last day of the calendar quarter following the calendar quarter in which the participant missed a scheduled payment. Defaulted notes will not be written off as a benefit paid to the participant until the participant has incurred a distributable event under the Plan (death or payment of vested balance). There were no delinquent participant loans reclassified to distributions in 2016 ($0 - 2015).

Expenses - Certain expenses of maintaining the Plan are paid directly by the Company and are excluded from these financial statements. Fees related to the administration of notes receivable from participants are charged directly to the participant's account and are included in administrative expenses. Investment related expenses are included in net appreciation of fair value of investments.

Benefits Payable - Amounts payable to participants totaling $17,991 at December 31, 2016 ($0 – 2015) for contributions in excess of amounts allowed by the Internal Revenue Service (IRS) are recorded as benefits payable and are included in benefits paid to participants.

Note 2. **Summary of Significant Accounting Policies** *(Continued)*

Payment of Benefits - Benefits, other than excess contributions payable to participants, are recorded when paid.

Recently Issued Accounting Standard - In July 2015, the FASB issued ASU 2015-12, Plan Accounting: Defined Benefit Pension Plans (Topic 960), Defined Contribution Pension Plans (Topic 962), Health and Welfare Benefit Plans (Topic 965): (Part I) Fully Benefit-Responsive Investment Contracts, (Part II) Plan Investment Disclosures, (Part III) Measurement Date Practical Expedient. Part I eliminates the requirements to measure the fair value of fully benefit-responsive investment contracts and provide certain disclosures. Under the amendments, fully benefit-responsive investment contracts are measured, presented, and disclosed at contract value. It also clarifies the definition of what is considered a fully benefit-responsive investment contract. Part II eliminates the requirements to disclose individual investments that represent 5 percent or more of net assets available for benefits and the net appreciation or depreciation in fair value of investments by general type. Part II also simplifies the level of disaggregation of investments that are measured using fair value. Plans will continue to disaggregate investments that are measured using fair value by general type; however, plans are no longer required to also disaggregate investments by nature, characteristics and risks. Further, the disclosure of information about fair value measurement shall be provided by general type of plan asset. The ASU is effective for fiscal years beginning after December 15, 2015, with early adoption permitted. Parts I and II are to be applied retrospectively. Management has adopted Part II. Parts I and III are not applicable to the Plan.

Note 3. **Fair Value Measurements**

Financial Accounting Standard Board (FASB) *Accounting Standards Codification* 820, *Fair Value Measurements*, establishes a framework for measuring fair value. That framework provides a fair value hierarchy that prioritizes the inputs to valuation techniques used to measure fair value. The hierarchy gives the highest priority to unadjusted quoted prices in active markets for identical assets or liabilities (Level 1 measurements) and the lowest priority to unobservable inputs (Level 3 measurements).

The three levels of the fair value hierarchy under FASB ASC 820 are described as follows:

Level 1: Inputs to the valuation methodology are unadjusted quoted prices for identical assets or liabilities in active markets that the Plan has the ability to access.

Level 2: Inputs to the valuation methodology include:

- Quoted prices for similar assets or liabilities in active markets;
- Quoted prices for identical or similar assets or liabilities in inactive markets;
- Inputs other than quoted prices that are observable for the asset or liability;
- Inputs that are derived principally from or corroborated by observable market data by correlation or other means.
- If the asset or liability has a specified (contractual) term, the Level 2 input must be observable for substantially the full term of the asset or liability.

Level 3: Inputs to the valuation methodology are unobservable and significant to the fair value measurement.

The asset or liability's fair value measurement level within the fair value hierarchy is based on the lowest level of any input that is significant to the fair value measurement. Valuation techniques used need to maximize the use of observable inputs and minimize the use of unobservable inputs.

Following is a description of the valuation method used to measure fair value:

Mutual funds: Valued at the net asset value (NAV) of shares held by the Plan at year-end. The NAV is the closing price reported on the active market on which the securities are traded. Mutual funds are classified as Level 1 investments.

Note 3. **Fair Value Measurements** *(Continued)*

The preceding method described may produce a fair value calculation that may not be indicative of net realizable value or reflective of future fair values. Furthermore, although the Plan believes its valuation methods are appropriate and consistent with other market participants, the use of different methodologies or assumptions to determine the fair value of certain financial instruments could result in a different fair value measurement at the reporting date.

Note 4. **Information Prepared and Certified By Custodian**

The following information included in the accompanying financial statements and supplemental schedule was obtained from data that has been prepared and certified to as complete and accurate by the custodian, Capital Bank and Trust Company. The incorporation of this financial information in the accompanying financial statements is based solely on their certification and has not been audited by independent accountants.

	2016	2015
Investments at fair value - participant directed:		
Mutual funds	$ 4,502,303	$ 3,418,782
Notes receivable from participants	$ 76,931	$ 63,122

	2016	2015
Transactions for the year ended:		
Interest and dividends	$ 136,678	$ 172,101
Net appreciation (depreciation) in fair value of investments	$ 117,145	$ (157,094)

Note 5. **Party-in-Interest Transactions**

All of the Plan investments are American Funds mutual funds managed by Capital Bank and Trust Company. Capital Bank and Trust Company is the custodian as defined by the Plan, and therefore, these transactions qualify as party-in-interest transactions. Investment income (including appreciation and depreciation in the fair values) for all American Funds mutual funds amounted to $250,549 for the year ended December 31, 2016 ($12,533 - 2015). Interest income from participant loans amounted to $3,274 for the Plan year ended December 31, 2016 ($2,474 - 2015).

Fees incurred by the Plan for the investment management services are included in net appreciation in fair value of the investment. Administrative fees recognized by the Plan amounted to $1,475 during the year ended December 31, 2016 ($1,475 - 2015). The Company directly pays any other fees related to the Plan's operations. All of the party-in-interest transactions are exempt from the prohibited transaction rules of ERISA.

Note 6. **Reconciliation to Form 5500**

The following is a reconciliation of net assets available for benefits per the financial statements to form 5500 as of December 31:

	2016	2015
Net assets available for benefits per the financial statements	$ 4,757,862	$ 3,667,944
Differences in:		
Investments	76,931	63,122
Notes receivable from participants	(76,931)	(63,122)
Net assets available for benefits per form 5500	$ 4,757,862	$ 3,667,944

Note 7. **Tax Status**

The Retirement Essentials, Inc. Prototype Plan has not been reviewed by the IRS to determine qualification under applicable sections of the IRC. The Prototype Plan did receive a positive opinion letter from the IRS on March 31, 2014. The opinion relates only to the acceptability of the form of the Plan under the IRC. The Plan Administrator believes the Plan is currently being operated in compliance with the applicable requirements of the IRC.

Accounting principles generally accepted in the United States of America require the Plan Administrator to evaluate tax positions taken by the Plan and recognize a tax liability (or asset) if the Plan has taken uncertain tax positions that more likely than not would not be sustained upon examination by IRS. The Plan Administrator has analyzed the tax positions taken by the Plan, and has concluded that as of December 31, 2016, there are no uncertain tax positions taken or expected to be taken that would require recognition of a liability (or asset) or disclosure in the financial statements. The Plan is subject to routine audits by the IRS and the Department of Labor. The Plan Administrator believes it is no longer subject to income tax examinations for years prior to 2013.

Note 8. **Risks and Uncertainties**

The Plan invests in various investment securities. Investment securities are exposed to various risks such as interest rate, market, and credit risks. Due to the level of risk associated with certain investment securities, it is at least reasonably possible that changes in the values of investment securities will occur in the near term and that such changes could materially affect participants' account balances and the amounts reported in the statement of net assets available for benefits.

Note 9. **Subsequent Events**

The Plan has evaluated subsequent events through June 26, 2017, the date the financial statements were available to be issued.

Note 10. **Other Matter**

In August 2017 the Plan assets will be transferred to a new custodian, Ascensus Trust Company.

SUPPLEMENTAL SCHEDULE

Skyworks, LLC 401(k) Plan
Schedule H, line 4i - Schedule of Assets (Held at End of Year)
December 31, 2016

EIN 16-1560664
Plan Number 001
Form 5500 - Schedule H, line 4i

	(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par or maturity value		(d) Cost Participant directed plan (not applicable)	(e) Current Value
		Mutual Funds:				
*		American Funds	Smallcap World Fund R3	10,945.585 units		485,109
*		American Funds	The Growth Fund of America R3	18,618.099 units		769,300
*		American Funds	The New Economy Fund R3	11,447.546 units		403,755
*		American Funds	2020 Target Date Retirement Fund R3	40,605.474 units		461,684
*		American Funds	2025 Target Date Retirement Fund R3	34,688.251 units		411,749
*		American Funds	EuroPacific Growth Fund R3	4,534.020 units		200,630
*		American Funds	2045 Target Date Retirement Fund R3	25,733.985 units		329,652
*		American Funds	2040 Target Date Retirement Fund R3	17,781.517 units		225,647
*		American Funds	Investment Company of America R3	6,441.073 units		232,587
*		American Funds	New World Fund R3	3,127.690 units		158,762
*		American Funds	2035 Target Date Retirement Fund R3	12,431.145 units		155,141
*		American Funds	Capital Income Builder R3	2,052.939 units		118,352
*		American Funds	2030 Target Date Retirement Fund R3	6,473.896 units		80,341
*		American Funds	Capital World Growth and Income Fund	2,299.625 units		100,149
*		American Funds	The Bond Fund of America R3	6,981.980 units		88,811
*		American Funds	2050 Target Date Retirement Fund R3	8,304.191 units		104,135
*		American Funds	U.S. Government Securities Fund R3	3,045.780 units		41,514
*		American Funds	2055 Target Date Retirement Fund R3	2,547.735 units		39,719
*		American Funds	2010 Target Date Retirement Fund R3	5,726.646 units		57,896
*		American Funds	Short-Term Bond Fund of America R3	2,412.337 units		23,906
*		American Funds	2015 Target Date Retirement Fund R3	1,312.239 units		13,464
*		Participant loans		Interest rates of 5.25% to 5.5%		76,931
						4,579,234

* indicates party-in-interest to the Plan

The above information has been certified by Capital Bank and Trust Company, the custodian, as complete and accurate.

Schedule H, line 4i
Schedule of Assets (Held At End of Year)

For the plan year beginning **01/01/2016** and ending **12/31/2016**

Name of plan
Skyworks, Llc 401(k) Plan

Employer Identification Number
16-1560664

Three-digit plan number ► **001**

(a)	(b) Identity of issue, borrower, lessor, or similar party	(c) Description of investment including maturity date, rate of interest, collateral, par, or maturity value	(d) Cost	(e) Current value
	See Accountant's Report			