

HITTITE MICROWAVE CORP

Form 4

July 25, 2014

**FORM 4****UNITED STATES SECURITIES AND EXCHANGE COMMISSION  
Washington, D.C. 20549**

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

**STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF  
SECURITIES**

Filed pursuant to Section 16(a) of the Securities Exchange Act of 1934,  
Section 17(a) of the Public Utility Holding Company Act of 1935 or Section  
30(h) of the Investment Company Act of 1940

## OMB APPROVAL

OMB  
Number: 3235-0287  
Expires: January 31,  
2005  
Estimated average  
burden hours per  
response... 0.5

(Print or Type Responses)

1. Name and Address of Reporting Person \*  
**BARCLAYS PLC**

(Last) (First) (Middle)

**1 CHURCHILL PLACE, CANARY  
WHARF**

(Street)

**LONDON, X0 E14 5HP**

(City) (State) (Zip)

2. Issuer Name **and** Ticker or Trading  
Symbol  
**HITTITE MICROWAVE CORP  
[HITT]**

3. Date of Earliest Transaction  
(Month/Day/Year)

**07/03/2014**

4. If Amendment, Date Original  
Filed(Month/Day/Year)

5. Relationship of Reporting Person(s) to  
Issuer

(Check all applicable)

\_\_\_\_ Director \_\_\_\_X\_\_\_\_ 10% Owner  
\_\_\_\_ Officer (give title below) \_\_\_\_ Other (specify below)

6. Individual or Joint/Group Filing(Check  
Applicable Line)  
\_\_X\_\_ Form filed by One Reporting Person  
\_\_\_\_ Form filed by More than One Reporting  
Person

**Table I - Non-Derivative Securities Acquired, Disposed of, or Beneficially Owned**

| 1. Title of<br>Security<br>(Instr. 3) | 2. Transaction Date<br>(Month/Day/Year) | 2A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 3.<br>Transaction<br>Code<br>(Instr. 8) | 4. Securities Acquired<br>or Disposed of (D)<br>(Instr. 3, 4 and 5) | 5. Amount of<br>Securities<br>Beneficially<br>Owned<br>Following<br>Reported<br>Transaction(s)<br>(Instr. 3 and 4) | 6.<br>Ownership<br>Form: Direct<br>(D) or<br>Indirect (I)<br>(Instr. 4) | 7. Nature of<br>Indirect<br>Beneficial<br>Ownership<br>(Instr. 4) |
|---------------------------------------|-----------------------------------------|-------------------------------------------------------------|-----------------------------------------|---------------------------------------------------------------------|--------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|
|                                       |                                         |                                                             | Code                                    | V                                                                   | Amount<br>(A)<br>or<br>(D)                                                                                         | Price                                                                   |                                                                   |
| Common<br>Stock                       | 07/08/2014                              |                                                             | P                                       |                                                                     | 100                                                                                                                | A \$<br>77.91                                                           | 531,654 <sup>(1)</sup> I By<br>Palomino<br>Ltd                    |
| Common<br>Stock                       | 07/08/2014                              |                                                             | P                                       |                                                                     | 100                                                                                                                | A \$<br>77.91                                                           | 531,654 <sup>(1)</sup> I By<br>Palomino<br>Ltd                    |
| Common<br>Stock                       | 07/08/2014                              |                                                             | S                                       |                                                                     | 500                                                                                                                | D \$<br>77.89                                                           | 531,654 <sup>(1)</sup> I By<br>Palomino<br>Ltd                    |
| Common                                | 07/08/2014                              |                                                             | S                                       |                                                                     | 100                                                                                                                | D \$                                                                    | 531,654 <sup>(1)</sup> I By                                       |

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|              |            |   |     |   |          |         |     |   |                 |
|--------------|------------|---|-----|---|----------|---------|-----|---|-----------------|
| Stock        |            |   |     |   | 77.89    |         |     |   | Palomino Ltd    |
| Common Stock | 07/08/2014 | S | 500 | D | \$ 77.89 | 531,654 | (1) | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 100 | D | \$ 77.89 | 531,654 | (1) | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 100 | D | \$ 77.9  | 531,654 | (1) | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 94  | D | \$ 77.9  | 531,654 | (1) | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 6   | D | \$ 77.9  | 531,654 | (1) | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 73  | D | \$ 77.9  | 531,654 | (1) | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 27  | D | \$ 77.9  | 531,654 | (1) | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 200 | D | \$ 77.89 | 531,654 | (1) | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 100 | D | \$ 77.89 | 531,654 | (1) | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 200 | D | \$ 77.89 | 531,654 | (1) | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 100 | D | \$ 77.91 | 531,654 | (1) | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 100 | D | \$ 77.91 | 531,654 | (1) | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 900 | D | \$ 77.89 | 531,654 | (1) | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 100 | D | \$ 77.89 | 531,654 | (1) | I | By Palomino Ltd |

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|              |            |   |       |   |          |                        |   |                 |
|--------------|------------|---|-------|---|----------|------------------------|---|-----------------|
| Common Stock | 07/08/2014 | S | 200   | D | \$ 77.89 | 531,654 <sup>(1)</sup> | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 1,200 | D | \$ 77.88 | 531,654 <sup>(1)</sup> | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 700   | D | \$ 77.88 | 531,654 <sup>(1)</sup> | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 300   | D | \$ 77.88 | 531,654 <sup>(1)</sup> | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 100   | D | \$ 77.88 | 531,654 <sup>(1)</sup> | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 453   | D | \$ 77.88 | 531,654 <sup>(1)</sup> | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 247   | D | \$ 77.88 | 531,654 <sup>(1)</sup> | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 200   | D | \$ 77.88 | 531,654 <sup>(1)</sup> | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 53    | D | \$ 77.88 | 531,654 <sup>(1)</sup> | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 100   | D | \$ 77.88 | 531,654 <sup>(1)</sup> | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 100   | D | \$ 77.88 | 531,654 <sup>(1)</sup> | I | By Palomino Ltd |
| Common Stock | 07/08/2014 | S | 147   | D | \$ 77.88 | 531,654 <sup>(1)</sup> | I | By Palomino Ltd |

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly.

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SEC 1474  
(9-02)

**Table II - Derivative Securities Acquired, Disposed of, or Beneficially Owned**  
(e.g., puts, calls, warrants, options, convertible securities)

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| 1. Title of<br>Derivative<br>Security<br>(Instr. 3) | 2. Conversion<br>or Exercise<br>Price of<br>Derivative<br>Security | 3. Transaction Date<br>(Month/Day/Year) | 3A. Deemed<br>Execution Date, if<br>any<br>(Month/Day/Year) | 4. Transaction<br>Code<br>(Instr. 8) | 5. Number<br>of<br>Derivative<br>Securities<br>Acquired<br>(A) or<br>Disposed<br>of (D)<br>(Instr. 3,<br>4, and 5) | 6. Date Exercisable and<br>Expiration Date<br>(Month/Day/Year) | 7. Title and<br>Amount of<br>Underlying<br>Securities<br>(Instr. 3 and 4) | 8. Price of<br>Derivative<br>Security<br>(Instr. 5) | 9. Nu<br>Deriv<br>Secur<br>Bene<br>Own<br>Follo<br>Repor<br>Trans<br>(Instr |
|-----------------------------------------------------|--------------------------------------------------------------------|-----------------------------------------|-------------------------------------------------------------|--------------------------------------|--------------------------------------------------------------------------------------------------------------------|----------------------------------------------------------------|---------------------------------------------------------------------------|-----------------------------------------------------|-----------------------------------------------------------------------------|
|                                                     |                                                                    |                                         |                                                             | Code                                 | V (A) (D)                                                                                                          | Date<br>Exercisable                                            | Expiration<br>Date                                                        | Title                                               | Amount<br>or<br>Number<br>of<br>Shares                                      |

## Reporting Owners

| Reporting Owner Name / Address                                          | Relationships                    |
|-------------------------------------------------------------------------|----------------------------------|
|                                                                         | Director 10% Owner Officer Other |
| BARCLAYS PLC<br>1 CHURCHILL PLACE<br>CANARY WHARF<br>LONDON, X0 E14 5HP | X                                |

## Signatures

/s/ Dirk Young, Managing Director, Head of Central  
Compliance

07/25/2014

\_\_Signature of Reporting Person

Date

## Explanation of Responses:

\* 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).

- (1) As of July 3, 2014, the Reporting Persons beneficially owned 3,622,094 shares of common stock of Hittite Microwave Corporation. The amount set forth in column 5 represents the Reporting Persons' beneficial ownership of the common stock of the Issuer as of the close of business on July 11, 2014; ownership information after each reported transaction is not reasonably available to the Reporting Persons.

### Remarks:

(a) Name of Person Filing:

- (1) Barclays PLC
- (2) Barclays Bank PLC (controlled by Barclays PLC)
- (3) Barclays Capital Securities Limited (controlled by Barclays Bank Plc)
- (4) Barclays Capital Derivative Funding (controlled by Barclays Bank Plc)
- (5) Barclays Capital Inc. (Controlled by Barclays PLC)
- (6) Palomino Ltd (affiliate of Barclays Bank Plc)

(b) Address of Principal Business Office or, if none, Residence:

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(1) Barclays PLC  
1 Churchill Place,  
London, E14 5HP, England

(2) Barclays Bank PLC  
1 Churchill Place,  
London, E14 5HP, England

(3) Barclays Capital Securities Limited  
5 The North Colonnade  
Canary Wharf  
London, E14 4BB, England

(4) Barclays Capital Derivative Funding  
c/o Corporation Trust Company, Corporation Trust Center  
1209 Orange Street  
Wilmington, DE 19801

(5) Barclays Capital Inc  
745 Seventh Avenue  
New York, New York 10019  
United States

(6) Palomino Ltd  
190 Elgin Avenue  
George Town  
Grand Cayman  
KY1-9005  
Cayman Islands

(c) Transaction Code "J" indicates securities transfers in connection with repurchase transactions.

(d) The Reporting Persons have sent the Issuer a check in the amount of profit subject to short-swing recovery as a result of the

(e) As of July 3, 2014, the Reporting Persons beneficially owned 3,622,094 shares of common stock of Hittite Microwave Corp

(PART 7 OF 20)

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure.

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