SONKSEN DAVID R

Form 4

January 25, 2006

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

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

may continue. See Instruction

1(b).

(Last)

(Print or Type Responses)

2381 MORSE AVENUE

1. Name and Address of Reporting Person * SONKSEN DAVID R

(Middle)

(First)

(Street)

2. Issuer Name and Ticker or Trading

Symbol

MICROSEMI CORP [MSCC]

3. Date of Earliest Transaction

(Month/Day/Year)

01/23/2006

4. If Amendment, Date Original

Filed(Month/Day/Year)

OMB APPROVAL

OMB Number:

3235-0287

Expires:

January 31, 2005

Estimated average burden hours per

response...

0.5

5. Relationship of Reporting Person(s) to Issuer

(Check all applicable)

Director 10% Owner Other (specify _X__ Officer (give title below)

Executive Vice President & CFO

6. Individual or Joint/Group Filing(Check

Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting

Person

IRVINE 92614

(City)	(State) (Z	Zip) Table	I - Non-D	erivative S	Securi	ities Acqui	red, Disposed of,	or Beneficiall	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transactic Code (Instr. 8)	4. Securi or(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	5. Amount of Securities Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	6. Ownership Form: Direct (D) or Indirect (I) (Instr. 4)	7. Nature of Indirect Beneficial Ownership (Instr. 4)
Microsemi Common Stock (1) (2)	01/23/2006		M	4,000	A	\$ 7.1406	31,682	D	
Microsemi Common Stock (2)	01/23/2006		S	4,000	D	\$ 29.28	27,682	D	
Microsemi Common Stock (1) (2)	01/24/2006		M	1,000	A	\$ 7.1406	28,682	D	
Microsemi Common	01/24/2006		S	1,000	D	\$ 29.71	27,682	D	

Stock (2)

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)

1. Title of Derivative Security (Instr. 3)	2. Conversion or Exercise Price of Derivative Security	3. Transaction Date (Month/Day/Year)	3A. Deemed Execution Date, if any (Month/Day/Year)	4. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of 8 Underlying Securities (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
ISO Option to Buy Common Stock (1)	\$ 7.1406	01/23/2006		M	4,000	11/28/2001	11/28/2010	Common Stock	4,000
ISO Option to Buy Common Stock (1)	\$ 7.1406	01/24/2006		M	1,000	11/28/2001	11/28/2010	Common Stock	1,000

Reporting Owners

Reporting Owner Name / Address	Relationships

Director 10% Owner Officer Other

SONKSEN DAVID R 2381 MORSE AVENUE IRVINE 92614

Executive Vice President & CFO

Signatures

Debbie Weber, Attorney-in-Fact for David R. Sonksen 01/25/2006

**Signature of Reporting Person Date

Reporting Owners 2

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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) This incentive stock option was granted pursuant to Microsemi Corporation's 1987 Stock Plan, which satisfies the requirements of Rule 16b-3. The option becomes exercisable in four equal installments, commencing one year after the date of the grant.
- (2) Sale executed in accordance with 10B5-1 Program adopted December 2, 2005.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, *see* Instruction 6 for procedure. Potential persons who are to respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB number.