PETERSON JAMES J

Form 4

November 21, 2011

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

3235-0287 Number:

January 31, Expires: 2005

burden hours per response... 0.5

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Check this box if no longer subject to Section 16. Form 4 or

Form 5 obligations may continue. See Instruction

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

(Print or Type Responses)

1(b).

1. Name and Address of Reporting Person * PETERSON JAMES J

2. Issuer Name and Ticker or Trading Symbol

MICROSEMI CORP [MSCC]

5. Relationship of Reporting Person(s) to

Issuer

(First) (Middle) (Last)

3. Date of Earliest Transaction

Director 10% Owner

ONE ENTERPRISE

(Month/Day/Year) 11/17/2011

Other (specify X_ Officer (give title) below)

President & CEO

(Check all applicable)

(Street) 4. If Amendment, Date Original

Filed(Month/Day/Year)

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

6. Individual or Joint/Group Filing(Check

Person

ALISO VIEJO, CA 92656

(City)	(State)	(Zip) Tabl	le I - Non-l	Derivative S	ecurit	ies Acquired	l, Disposed of, or	r Beneficially	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. Securitie orDisposed o (Instr. 3, 4	of (D)	uired (A) or	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 (3)	11/17/2011	11/17/2011	A	110,000	A	\$ 0	349,333	D	
Microsemi Common Stock (1)	11/18/2011	11/18/2011	M	25,000	A	\$ 15.47	374,333	D	
Microsemi Common Stock (2)	11/18/2011	11/18/2011	S	25,000	D	\$ 17.6873	349,333	D	

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. Transaction Code (Instr. 8)	5. Number of orDerivative Expiration Date Securities (Month/Day/Year) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		e	7. Title and Amou Underlying Securi (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Nun of S
Non-qualified Stock Option to Buy Common Stock (1)	\$ 15.47	11/18/2011		M	12,500	12/20/2002	12/20/2011	Common Stock	12,
Non-qualified Stock Option to Buy Common Stock (1)	\$ 15.47	11/18/2011		M	12,500	12/20/2003	12/20/2011	Common Stock	12,

Reporting Owners

Reporting Owner Name / Address	Relationships						
	Director	10% Owner	Officer	Other			
PETERSON JAMES J							

ONE ENTERPRISE President & CEO
ALISO VIEJO, CA 92656

Signatures

Mark Lin, Attorney-in-Fact for James J.
Peterson 11/21/2011

**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) This non-qualified stock option was granted pursuant to Microsemi Corporation's 1987 Stock Plan, which satisfies the requirements of Rul 16b-3. The option became exercisable in four equal installments, commencing one year after the date of the grant.

Reporting Owners 2

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- (2) Sale in accordance with 10b5-1 Program adopted August 17, 2011.
- The award is scheduled to vest, subject to the reporting person's continued employment, over three years after the date of grant of the award.

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.