PETERSON JAMES J

Form 4

December 09, 2011

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

30(h) of the Investment Company Act of 1940

OMB APPROVAL OMB

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response... 0.5

Check this box if no longer subject to Section 16. Form 4 or Form 5

obligations

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 may continue.

See Instruction

1(b).

(Print or Type Responses)

1. Name and Address of Reporting Person * PETERSON JAMES J			2. Issuer Name and Ticker or Trading Symbol	5. Relationship of Reporting Person(s) to Issuer		
			MICROSEMI CORP [MSCC]	(Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
ONE ENTER	PRISE		(Month/Day/Year) 12/07/2011	X Director 10% Owner Selection Other (specify below) President & CEO		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
ALISO VIEJO), CA 92656		Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		
(C:+-)	(Ctata)	(7:)				

(City)	(State)	(Zip) Tabl	e I - Non-l	Derivative Securities Acquire	ed, Disposed of, o	or Beneficiall	y Owned		
1.Title of	2. Transaction Date	e 2A. Deemed	3.	4. Securities Acquired (A)	5. Amount of	6.	7. Nature of		
Security	(Month/Day/Year)	Execution Date, if	Transacti	or Disposed of (D)	Securities	Ownership	Indirect		
(Instr. 3)		anv	Code	(Instr. 3, 4 and 5)	Beneficially	Form:	Beneficial		

(Instr. 3)		any (Month/Day/Year)	Code (Instr. 8)	(Instr. 3, 4	(A) or (D)	5) Price	Beneficially Owned Following Reported Transaction(s) (Instr. 3 and 4)	Form: Direct (D) or Indirect (I) (Instr. 4)
Microsemi Common Stock (1)	12/07/2011		M		A	\$ 15.47	374,333	D
Microsemi Common Stock (2)	12/07/2011		S	25,000	D	\$ 18.0061	349,333	D

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

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Ownership

(Instr. 4)

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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. Transactic Code (Instr. 8)	5. Number of or Derivative Securities Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and 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	12/07/2011		M	12,500	12/20/2004	12/20/2011	Common Stock	12,
Non-qualified Stock Option to Buy Common Stock (1)	\$ 15.47	12/07/2011		M	12,500	12/20/2005	12/20/2011	Common Stock	12,

Reporting Owners

Reporting Owner Name / Address	Relationships						
•	Director	10% Owner	Officer	Other			
PETERSON JAMES J ONE ENTERPRISE ALISO VIEJO, CA 92656	X		President & CEO				

Signatures

Mark Lin, Attorney-in-Fact for James J.
Peterson 12/09/2011

**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.
- (2) Sale in accordance with 10b5-1 Program adopted August 17, 2011.

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.

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