MICROSEMI CORP

Form 4 June 06, 2014

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

OMB APPROVAL

3235-0287

0.5

January 31, Expires: 2005

Estimated average

burden hours per response...

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

obligations

may continue.

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 See Instruction

30(h) of the Investment Company Act of 1940

1(b).

(Print or Type Responses)

1. Name and Add PETERSON J	•	ting Person *	2. Issuer Name and Ticker or Trading Symbol MICROSEMI CORP [MSCC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(First)	(Middle)	3. Date of Earliest Transaction			
			(Month/Day/Year)	X Director 10% Owner		
ONE ENTERPRISE			06/04/2014	X Officer (give title Other (spec below) below) Chairman of the Board & 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		

(City)	(State)	Zip) Tabl	e I - Non-L	Derivative S	Secur	ities Acquire	ed, Disposed of, o	or Beneficially	y Owned
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. 4. Securities Acquired (A) Transaction Disposed of (D) Code (Instr. 3, 4 and 5) (Instr. 8) (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	06/04/2014		Code V M	Amount 10,888	(D)	Price \$ 11.36	318,539	D	
Microsemi Common Stock (1)	06/04/2014		S	10,888	D	\$ 24.7867	307,651	D	
Microsemi Common Stock	06/05/2014		M	3,672	A	\$ 11.36	311,323	D	
Microsemi Common	06/05/2014		S	3,672	D	\$ 24.9973	307,651	D	

Stock (1)

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

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number.

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. Transactic Code (Instr. 8)	Secur Acqu or Di (D) (Instr	5. Number of definition of the filter of the		ate	7. Title and Amount of Underlying Securities (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
Employee Stock Option to Buy Common Stock	\$ 11.36	06/04/2014		M		10,888	(2)	08/18/2014	Microsemi Common Stock	10,888
Employee Stock Option to Buy Common Stock	\$ 11.36	06/05/2014		M		3,672	(2)	08/18/2014	Microsemi Common Stock	3,672

Reporting Owners

**Signature of Reporting Person

Reporting Owner Name / Address	Relationships							
rs	Director	10% Owner	Officer	Other				
PETERSON JAMES J ONE ENTERPRISE ALISO VIEJO, CA 92656	X		Chairman of the Board & CEO					
Signatures								
Mark Lin, Attorney-in-Fact for James J. Peterson			06/06/2014					

Reporting Owners 2

Date

Edgar Filing: MICROSEMI CORP - Form 4

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) The transactions reported on this form were executed pursuant to a 10b5-1 plan.
- (2) This grant of stock options was issued pursuant to Microsemi Corporation's 1987 Stock Plan, which satisfies the requirements of Rule 16b-3. The option became exercisable in four equal annual installments, commencing one year after the date of the grant.

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.