

PETERSON JAMES J
Form 4
December 09, 2005

FORM 4

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

OMB APPROVAL

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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

(Print or Type Responses)

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

(Check all applicable)

(Last) (First) (Middle)
2381 MORSE AVENUE

(Street)

3. Date of Earliest Transaction (Month/Day/Year)
12/07/2005

Director 10% Owner
 Officer (give title below) Other (specify below)
President, CEO & Director

IRVINE, CA 92614

(City) (State) (Zip)

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

6. Individual or Joint/Group Filing(Check Applicable Line)
 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 Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	3. Transaction Code (Instr. 8)	4. Securities Acquired (A) or Disposed of (D) (Instr. 3, 4 and 5)	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)
				(A) or (D) Code V Amount Price			
Microsemi Common Stock <u>(1)</u> <u>(2)</u>	12/07/2005		S	3,800 D \$ 28.5079	198,468	D	
Microsemi Common Stock <u>(1)</u>	12/08/2005		M	40,000 A \$ 7.2188	238,468	D	
Microsemi Common Stock <u>(1)</u>	12/08/2005		M	17,700 A \$ 8.62	256,168	D	
Microsemi Common Stock <u>(1)</u>	12/08/2005		M	37,500 D \$ 7.055	293,668	D	
Microsemi Common Stock	12/08/2005		G	10,000 D \$ 28.13	283,668	D	

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Microsemi Common Stock	12/08/2005	G	10,000	D	\$ 28.13	273,668	D
Microsemi Common Stock	12/08/2005	G	2,000	D	\$ 28.13	271,668	D
Microsemi Common Stock	12/08/2005	G	2,000	D	\$ 28.13	269,668	D
Microsemi Common Stock	12/08/2005	G	2,000	D	\$ 28.13	267,668	D
Microsemi Common Stock	12/08/2005	G	2,000	D	\$ 28.13	265,668	D
Microsemi Common Stock	12/08/2005	G	2,000	D	\$ 28.13	263,668	D
Microsemi Common Stock	12/08/2005	G	2,000	D	\$ 28.13	261,668	D
Microsemi Common Stock	12/08/2005	G	8,000	D	\$ 28.13	253,668	D
Microsemi Common Stock	12/08/2005	G	20,000	D	\$ 28.13	233,668	D

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.

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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. Transaction Code (Instr. 8)	5. Number of 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 Amount of Underlying Security (Instr. 3 and 4)		
				Code	V (A) (D)	Date Exercisable	Expiration Date	Title	Amount or Number of
ISO Option to Buy Common Stock ⁽¹⁾	\$ 7.2188	12/08/2005		M	40,000	03/01/2001	03/01/2010	Common Stock	40,000
ISO Option to Buy Common Stock ⁽¹⁾	\$ 8.62	12/08/2005		M	17,700	03/15/2003	03/15/2012	Common Stock	17,700

