

Edgar Filing: MICROSEMI CORP - Form SC 13G/A

MICROSEMI CORP
Form SC 13G/A
March 07, 2002

SECURITIES AND EXCHANGE COMMISSION
WASHINGTON, D.C. 20549

SCHEDULE 13G
(Rule 13d-102)

INFORMATION TO BE INCLUDED IN STATEMENTS FILED PURSUANT
TO RULES 13d-1(b) AND (c) AND AMENDMENTS THERETO FILED
PURSUANT TO 13d-2(b)
(Amendment No. 7) (1)

MICROSEMI CORPORATION
(Name of Issuer)

COMMON STOCK, \$.20 PAR VALUE
(Title of Class of Securities)

595137100
(CUSIP Number)

October 10, 2001
(Date of Event Which Requires Filing of this Statement)

Check the appropriate box to designate the rule pursuant to which this Schedule is filed:

- Rule 13d-1(b)
 Rule 13d-1(c)
 Rule 13d-1(d)

(1) The remainder of this cover page shall be filled out for a reporting person's initial filing on this form with respect to the subject class of securities, and for any subsequent amendment containing information which would alter disclosures provided in a prior cover page.

The information required on the remainder of this cover page shall not be deemed to be "filed" for the purpose of Section 18 of the Securities Exchange Act of 1934 ("Act") or otherwise subject to the liabilities of that section of the Act but shall be subject to all other provisions of the Act (however, see the Notes).

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CUSIP No. 595137100

13G

Page 2 of 6 Pages

1 NAME OF REPORTING PERSON
SS. OR I.R.S. IDENTIFICATION NO. OF ABOVE PERSON
NORMAN J. WECHSLER

2 CHECK THE APPROPRIATE BOX IF A MEMBER OF A GROUP*

(a)

(b)

3 SEC USE ONLY

4 CITIZENSHIP OR PLACE OF ORGANIZATION

United States

NUMBER OF SHARES 5 SOLE VOTING POWER
BENEFICIALLY 1,391,760

OWNED BY

EACH

PERSON

REPORTING

WITH

6 SHARED VOTING POWER
0

7 SOLE DISPOSITIVE POWER
1,391,760

8 SHARED DISPOSITIVE POWER
0

9 AGGREGATE AMOUNT BENEFICIALLY OWNED BY EACH REPORTING PERSON

1,391,760

10 CHECK BOX IF THE AGGREGATE AMOUNT IN ROW (9) EXCLUDES CERTAIN SHARES*

11 PERCENT OF CLASS REPRESENTED BY AMOUNT IN ROW 9

4.9%

12 TYPE OF REPORTING PERSON

IN

*SEE INSTRUCTION BEFORE FILLING OUT!

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SCHEDULE 13G

Item 1(a). Name of Issuer:

MICROSEMI CORPORATION

Item 1(b). Address of Issuer's Principal Executive Offices:

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2381 Morse Avenue
Irvine, CA 92614

Item 2(a). Name of Person Filing:

This Schedule 13G is filed on behalf of
Norman J. Wechsler (the
"Reporting Person").

Item 2(b). Address of Principal Business Office or, If None, Residence:

Suite 310
105 South Bedford Road,
Mount Kisco, New York 10549

Item 2(c). Citizenship:

The Reporting Person is a United States citizen.

Item 2(d). Title of Class of Securities:

Common Stock, par value \$.20 per share.

Item 2(e). CUSIP Number:

595137100

Item 3. Type of Reporting Person:

Not applicable

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Item 4. Ownership:

(a) Amount Beneficially Owned:

As of October 10 2001, the Reporting Person beneficially owned 1,391,760 shares of Common Stock, which amount includes (i) 1,122,120 shares of Common Stock owned by Wechsler & Co., Inc., a broker/dealer registered under Section 15 of the Act, of which Norman J. Wechsler is the sole shareholder, Chairman of the Board and President; and (ii) 8,140 shares of Common Stock beneficially owned by the Wechsler & Co., Inc. Profit Sharing Trust (the "Profit Sharing Trust"), over which the Reporting Person previously had shared voting and dispositive power.

The Reporting Person expressly disclaims beneficial ownership of 2,000 shares of Common Stock owned by a trust for the benefit of Mr. Wechsler's minor son, David J. Wechsler, of which Norman J. Wechsler and his spouse, Sharon C. Wechsler, are co-trustees.

(b) Percentage of Class:

4.9% beneficially owned by the Reporting Person

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(c) Number of Shares as to Which Such Person Has:

(i) sole power to vote or direct the vote:

1,391,760 shares of Common Stock.

(ii) shared power to vote or direct the vote:

-0-

(iii) sole power to dispose or direct the disposition of:

1,391,760 shares of Common Stock.

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(iv) shared power to dispose or direct the disposition of:

-0-

Item 5 This statement is being filed to report the fact that as of the date hereof the Reporting Person has ceased to be the beneficial owners of more than five percent of the Common Stock.

Items 6-9. Not applicable.

Item 10. Certification:

By signing below, the Reporting Person certifies that, to the best of his knowledge and belief, the securities referred to above were acquired in the ordinary course of business and were not acquired for the purpose and do not have the effect of changing or influencing the control of the Issuer of such securities, and were not acquired in connection with or as a participant in any transaction having such purpose or effect.

SIGNATURE

After reasonable inquiry and to the best of the undersigned's knowledge and belief, the undersigned certifies that the information set forth in this statement is true, complete and correct.

Date: March 07, 2002

/s/ Norman J. Wechsler

Norman J. Wechsler

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