Edgar Filing: BRANDI RALPH - Form 4

Form 4 November 09										
FORM 4 UNITED STATES SECURITIES AND EXCHANCE						NGE C	OMMISSION	OMB APPROVAL		
Check this	s hox	W	ashington,	D.C. 20	549			Number:	3235-0287	
Check this box if no longer subject to Section 16. Form 4 or Form 5 obligations may continue. See Instruction 1(b). Check this box if no longer subject to 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							Act of 1934, 1935 or Section	Expires: January 31, 2005 Estimated average burden hours per response 0.5		
(Print or Type R	esponses)									
BRANDI RALPH Sy			uer Name and I SOSEMI CO			-0	5. Relationship of Reporting Person(s) to Issuer			
(Last)	(First) (M		3. Date of Earliest Transaction				(Check	all applicable)	
			/Day/Year) /2005				Director 10% Owner X_ Officer (give title Other (specify below) below) Executive Vice President & COO			
(Street) 4. If Amen Filed(Mont				-			6. Individual or Joint/Group Filing(Check Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting			
IRVINE, CA	92614						Person		porting	
(City)	(State) (Z	Zip) Ta	ble I - Non-D	Derivative S	Securi	ities Acqu	ired, Disposed of,	or Beneficial	ly Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, any (Month/Day/Yea	Code (Instr. 8)	4. Securi or(A) or D (Instr. 3,	ispose 4 and (A) or	d of (D)	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 (1) (2)	11/07/2005		M	2,000	A	\$ 7.1406	53,846	D		
Microsemi Common Stock (1) (2)	11/07/2005		S	2,000	D	\$ 23.9	51,846	D		

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

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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. Transactio Code (Instr. 8)	onof D Secu Acqu (A) o Disp (D)	urities uired or posed of rr. 3, 4,	6. Date Exercisable and Expiration Date (Month/Day/Year)		7. Title and Amount of 8 Underlying Securities 1 (Instr. 3 and 4)	
				Code V	(A)	(D)	Date Exercisable	Expiration Date	Title	Amount or Number of Shares
ISO Option to Buy Common Stock (1) (2)	\$ 7.1406	11/07/2005		М		2,000	11/28/2001	11/28/2010	Common Stock	2,000

Reporting Owners

Reporting Owner Name / Address				
	Director	10% Owner	Officer	Other
BRANDI RALPH 2381 MORSE AVENUE IRVINE, CA 92614			Executive Vice President & COO	
Signatures				
Debbie Weber, Attorney-in-Fa	ct for Ral	ph	11/09/2005	

Brandi
__**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 incentive stock option was granted pursuant to Microsemi Corporation's 1987 Stock Plan, which satisfies the requirements of Rule 16b-3. The option becomes exercisable in four equal installments, commencing one year after the date of the grant.
- (2) Sale executed in accordance with Supplement to 10B5-1 Program for Microsemi Stock adopted April 28, 2004, as amended.

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.