MICROSEMI CORP

Form 4

March 15, 2006

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB Number:

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Expires:

January 31, 2005

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OMB APPROVAL

subject to Section 16. Form 4 or Form 5 obligations

may continue.

See Instruction

Check this box

if no longer

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

1(b).

(Print or Type Responses)

1. Name and A LITCHFIEL	Person * 2. Issue Symbol	2. Issuer Name and Ticker or Trading Symbol				5. Relationship of Reporting Person(s) to Issuer				
(I)			MICROSEMI CORP [MSCC] 3. Date of Earliest Transaction				(Check all applicable)			
(Last)	(First) (M	,		ansaction			D ' .	100	^	
2381 MORS		(Month/Day/Year) 03/13/2006				Director 10% Owner _X Officer (give title Other (specify below)				
							VP of Mark	teting & Bus.	Dev.	
	(Street)	4. If Amo	4. If Amendment, Date Original				6. Individual or Joint/Group Filing(Check			
	Filed(Mo					Applicable Line) X_ Form filed by One Reporting Person				
IRVINE, CA	A 92614					Pe	_ Form filed by Mo erson	re than One Rep	porting	
(City)	(State)	(Zip) Tab	le I - Non-D	erivative	Secur	rities Acquir	red, Disposed of,	or Beneficiall	y Owned	
1.Title of Security (Instr. 3)	2. Transaction Date (Month/Day/Year)	2A. Deemed Execution Date, if any (Month/Day/Year)	· · · ·		sed of 4 and (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 (1) (2)	03/13/2006		M	1,500	A	\$ 9.565	14,720	D		
Microsemi Common Stock (2)	03/13/2006		S	1,500	D	\$ 27.6749	13,220	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. Transactic Code (Instr. 8)	5. Number owf 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 Securities (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)	\$ 9.565	03/13/2006		M	1,500	10/20/2004	10/20/2013	Common Stock	1,500

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

LITCHFIELD STEVEN G 2381 MORSE AVENUE IRVINE, CA 92614

VP of Marketing & Bus. Dev.

Signatures

Debbie Weber, Attorney-In-Fact for Steven G. Litchfield

03/15/2006

**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 in accordance with 10B5-1 Program adopted December 6, 2005.

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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