MICROSEMI CORP

Form 4

September 06, 2007

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

OMB 3235-0287 Number:

Check this box if no longer

subject to Section 16. Form 4 or Form 5

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF **SECURITIES**

January 31, Expires: 2005 Estimated average

0.5

OMB APPROVAL

burden hours per response...

obligations may continue. See Instruction

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(b).

1. Name and Address of Reporting Person * **HOLTRUST JOHN M**

(7:-

2. Issuer Name and Ticker or Trading Symbol

MICROSEMI CORP [MSCC]

5. Relationship of Reporting Person(s) to Issuer

(Last) (First)

(Middle)

3. Date of Earliest Transaction

(Month/Day/Year)

09/05/2007

(Check all applicable)

2381 MORSE AVENUE

Director 10% Owner Other (specify _X__ Officer (give title below)

Senior VP of Human Resources

(Street)

(State)

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

Applicable Line)

X Form filed by One Reporting Person Form filed by More than One Reporting

6. Individual or Joint/Group Filing(Check

Person

IRVINE 92614

(City)

(City)	(State) (Z	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. Securi on(A) or Di (Instr. 3,	(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)	09/05/2007		M	2,000	` ´	\$ 3.115	2,000	D		
Microsemi Common Stock (2)	09/05/2007		S	2,000	D	\$ 25.44	0	D		
Microsemi Common Stock (1) (2)	09/06/2007		M	3,000	A	\$ 3.115	3,000	D		
Microsemi Common	09/06/2007		S	3,000	D	\$ 26	0	D		

Stock (2)

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

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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)	5. Number on f 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)	\$ 3.115	09/05/2007		M	2,000	11/26/2003	11/26/2012	Common Stock	2,000
ISO Option to Buy Common Stock (1)	\$ 3.115	09/06/2007		M	3,000	11/26/2003	11/26/2012	Common Stock	3,000

Reporting Owners

Reporting Owner Name / Address Relationships

Director 10% Owner Officer Other

HOLTRUST JOHN M 2381 MORSE AVENUE

Senior VP of Human Resources

IRVINE 92614

Signatures

Debbie Weber, Attorney-in-Fact for John M. Holtrust 09/06/2007

**Signature of Reporting Person Date

Reporting Owners 2

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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 10b5-1 Program for Microsemi Stock adopted June 7, 2007.

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.