MICROSEMI CORP

Form 4

February 05, 2015

FORM 4

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

STATEMENT OF CHANGES IN BENEFICIAL OWNERSHIP OF

SECURITIES

OMB APPROVAL OMB

Number:

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obligations

Check this box

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

may continue. 30(h) of the Investment Company Act of 1940 See Instruction

1(b).

Microsemi

Common

Stock

(Print or Type Responses)

1. Name and Ad LEIBEL DE	_	orting Person *	2. Issuer Name and Ticker or Trading Symbol MICROSEMI CORP [MSCC]	5. Relationship of Reporting Person(s) to Issuer (Check all applicable)		
(Last)	(Last) (First) (Middle		3. Date of Earliest Transaction	(2an approximation)		
ONE ENTER	RPRISE		(Month/Day/Year) 02/03/2015	X Director 10% Owner Officer (give titleX Other (specify below) Lead Independent Director		
	(Street)		4. If Amendment, Date Original	6. Individual or Joint/Group Filing(Check		
ALISO VIEJ	O, CA 9265	56	Filed(Month/Day/Year)	Applicable Line) _X_ Form filed by One Reporting Person Form filed by More than One Reporting Person		

(City)	(State) (Z	Cip) Table	I - Non-De	erivative S	Securi	ties Acqu	ired, 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)	3. Transactic Code (Instr. 8)	4. Secur on(A) or D (Instr. 3,	(A)	ed 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	02/03/2015		M		,		16,925	D	
Microsemi Common Stock (1)	02/03/2015		S	4,000	D	\$ 29.55	12,925	D	

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

Defined

Benefit

Plan (2)

23,000

Ι

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(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. 5. Number Transaction Derivative Code Securities (Instr. 8) Acquired (A) or Disposed of (D) (Instr. 3, 4, and 5)		rivative Expiration Date (Month/Day/Year) red		7. Title and Amount Underlying Securitie (Instr. 3 and 4)	
				Code V	(A) (D)	Date Exercisable	Expiration Date	Title	Amo or Num of Share
Non-Qualified Stock Option to Buy Common Stock	\$ 25.54	02/03/2015		M	4,000	(3)	09/30/2015	Microsemi Common Stock	4,0

Reporting Owners

Reporting Owner Name / Address	Relationships					
Treporting of more right, read east	Director	10% Owner	Officer	Other		
LEIBEL DENNIS R						
ONE ENTERPRISE	X			Lead Independent Director		
ALISO VIEJO, CA 92656				_		

Signatures

Mark Lin, Attorney-in-Fact for Dennis R. Leibel 02/05/2015

**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) The transactions reported on this form were executed pursuant to a 10b5-1 plan.
- (2) Shares are held in a defined benefit pension plan in which the reporting person is the sole trustee and sole beneficiary.
- (3) This non-qualified stock option was granted pursuant to Microsemi Corporation's 1987 Stock Plan, which satisfied the requirements of Rule 16b-3. The option became exercisable on the date of grant.

Note: File three copies of this Form, one of which must be manually signed. If space is insufficient, see Instruction 6 for procedure.

Reporting Owners 2

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