

Schmidt Kristen M
 Form 3
 May 16, 2011

FORM 3 UNITED STATES SECURITIES AND EXCHANGE COMMISSION
Washington, D.C. 20549

OMB APPROVAL

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INITIAL STATEMENT OF 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

(Print or Type Responses)

1. Name and Address of Reporting Person * Schmidt Kristen M (Last) (First) (Middle) 4000 MACARTHUR BLVD., EAST TOWER (Street) NEWPORT BEACH, CA 92660 (City) (State) (Zip)	2. Date of Event Requiring Statement (Month/Day/Year) 05/06/2011	3. Issuer Name and Ticker or Trading Symbol MINDSPEED TECHNOLOGIES, INC [MSPD]	4. Relationship of Reporting Person(s) to Issuer (Check all applicable) <input type="checkbox"/> Director <input type="checkbox"/> 10% Owner <input checked="" type="checkbox"/> Officer <input type="checkbox"/> Other (give title below) (specify below) VP and Interim CFO	5. If Amendment, Date Original Filed(Month/Day/Year)	6. Individual or Joint/Group Filing(Check Applicable Line) <input checked="" type="checkbox"/> Form filed by One Reporting Person <input type="checkbox"/> Form filed by More than One Reporting Person
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Table I - Non-Derivative Securities Beneficially Owned

1. Title of Security (Instr. 4)	2. Amount of Securities Beneficially Owned (Instr. 4)	3. Ownership Form: Direct (D) or Indirect (I) (Instr. 5)	4. Nature of Indirect Beneficial Ownership (Instr. 5)
Common Stock	22,844	D	^
Common Stock	175	I	By Savings Plan - MSPD ⁽¹⁾

Reminder: Report on a separate line for each class of securities beneficially owned directly or indirectly. SEC 1473 (7-02)

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Table II - Derivative Securities Beneficially Owned (e.g., puts, calls, warrants, options, convertible securities)

1. Title of Derivative Security (Instr. 4)	2. Date Exercisable and Expiration Date (Month/Day/Year)	3. Title and Amount of Securities Underlying Derivative Security (Instr. 4)	4. Conversion or Exercise Price of	5. Ownership Form of Derivative	6. Nature of Indirect Beneficial Ownership (Instr. 5)
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	Date Exercisable	Expiration Date	Title	Amount or Number of Shares	Derivative Security	Security: Direct (D) or Indirect (I) (Instr. 5)	
Stock Option (Right to Buy)	02/25/2010 ⁽²⁾	11/25/2017	Common Stock	1,500	\$ 4.37	D	Â
Stock Option (Right to Buy)	04/30/2010 ⁽³⁾	04/30/2017	Common Stock	1,251	\$ 2.12	D	Â
Stock Option (Right to Buy)	05/15/2010 ⁽⁴⁾	08/15/2011	Common Stock	66	\$ 1.7	D	Â
Stock Option (Right to Buy)	05/15/2010 ⁽⁵⁾	07/30/2012	Common Stock	69	\$ 1.7	D	Â
Stock Option (Right to Buy)	05/15/2010 ⁽⁵⁾	01/28/2013	Common Stock	142	\$ 1.7	D	Â
Stock Option (Right to Buy)	05/15/2010 ⁽⁵⁾	12/23/2013	Common Stock	2,857	\$ 1.7	D	Â
Stock Option (Right to Buy)	05/15/2010 ⁽⁵⁾	02/02/2015	Common Stock	187	\$ 1.7	D	Â
Stock Option (Right to Buy)	11/08/2011 ⁽⁶⁾	11/08/2018	Common Stock	5,000	\$ 6.68	D	Â

Reporting Owners

Reporting Owner Name / Address	Relationships			
	Director	10% Owner	Officer	Other
Schmidt Kristen M 4000 MACARTHUR BLVD., EAST TOWER NEWPORT BEACH, CA 92660	Â	Â	Â VP and Interim CFO	Â

Signatures

/s/ Ambra R. Roth,
Attorney-in-fact

05/12/2011

__Signature of Reporting Person

Date

Explanation of Responses:

* If the form is filed by more than one reporting person, see Instruction 5(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) Shares represented by Company stock fund units under the Mindspeed Technologies, Inc. Savings Plan which were acquired on a periodic basis pursuant to the Plan, based on the latest information furnished by the Plan Administrator. The shares represented by Company stock fund units under the Plan are held in the employee benefit plan trust and established thereunder.

(2) Options became exercisable as to 1/8 of the option shares on this date and as to an additional 1/8 of the option shares each three months thereafter.

(3) Options became exercisable as to 1/3 of the option shares on this date and as to an additional 1/8 of the option shares each three months thereafter.

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- (4) Options became exercisable as to 1/2 of the option shares on this date and as to an additional 1/2 of the option shares one year thereafter.
- (5) Options became exercisable as to 1/3 of the option shares on this date and as to an additional 1/3 of the option shares each two years thereafter.
- (6) Options become exercisable as to 1/3 of the option shares on this date and as to an additional 1/24 of the option shares each month thereafter.

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

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