

MICROSEMI CORP
Form 8-K
August 02, 2006

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

FORM 8-K

CURRENT REPORT

Pursuant to Section 13 or 15(d) of The Securities Exchange Act of 1934

Date of Report (Date of earliest event reported): August 1, 2006

MICROSEMI CORPORATION

(Exact name of registrant as specified in its charter)

Delaware
(State or other jurisdiction

of incorporation)

0-8866
(Commission File Number)

95-2110371
(IRS Employer

Identification No.)

2381 Morse Avenue, Irvine, California
(Address of principal executive offices)

92614
(Zip Code)

Registrant's telephone number, including area code

(949) 221-7100

(Former name or former address, if changed since last report.)

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Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

- Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)
 - Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)
 - Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))
 - Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))
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INFORMATION TO BE INCLUDED IN THE REPORT

Section 1 - Registrant's Business and Operations

Item 1.01 Entry into a Material Definitive Agreement.

On August 1, 2006, Microsemi Corporation, a Delaware corporation (the Registrant), entered into the Twelfth Amendment to Credit Agreement dated as of July 14, 2006, between the Registrant and Comerica Bank (the Amendment) which further amended the Credit Agreement dated as of April 2, 1999, by and among the Registrant, the Lenders party thereto, and Canadian Imperial Bank of Commerce, as agent for the Lenders, which had been previously assigned to Comerica Bank as the sole Lender and Administrative Agent (as so amended, the Credit Agreement).

The Amendment merely:

(a) adds three subsidiaries of the Registrant to the group of its subsidiaries that provides guaranties of the Registrant's obligations under the Credit Agreement: Micro WaveSys, Inc., a California corporation and wholly owned subsidiary of the Registrant (Micro WaveSys, Inc.), Microsemi Real Estate, Inc., a California corporation and wholly owned subsidiary of the Registrant (Microsemi Real Estate, Inc.) and Microsemi RF Products, Inc., a Delaware corporation and wholly owned subsidiary of the Registrant (Microsemi RF Products, Inc.); and

(b) adds two subsidiaries of the Registrant to the group of its subsidiaries that grants security interests in all their assets as additional security for the Registrant's obligations under the Credit Agreement: Microsemi WaveSys, Inc. and Microsemi Real Estate, Inc.

SIGNATURES

Pursuant to the requirements of the Securities Exchange Act of 1934, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Date: August 1, 2006

MICROSEMI CORPORATION
(Registrant)

/s/ DAVID R. SONKSEN
David R. Sonksen
Executive Vice President,
Chief Financial Officer,
Treasurer and Secretary